

TOWN OF BEDFORD
June 22, 2020
PLANNING BOARD
MINUTES

A remote Zoom platform meeting of the Bedford Planning Board was held on Monday, June 22, 2020. Members who were present remotely: Jon Levenstein (Chairman), Hal Newberry (Vice Chairman), Bill Duschatko (Town Council), Rick Sawyer (Town Manager), Jeff Foote (Public Works Director), Mac McMahon, Kelleigh Murphy, Steve Clough, Priscilla Malcolm, Charlie Fairman (Alternate), Matt Sullivan (Alternate), John Quintal (Alternate), Becky Hebert (Planning Director), and Mark Connors (Assistant Planning Director)

I. Call to Order and Roll Call:

Chairman Levenstein called the remote meeting to order at 7:00 p.m. Phil Greazzo (Town Council Alternate) was absent. The position of Secretary to the Planning Board is presently vacant. were appointed to vote.

Ms. Hebert stated due to the Corona Virus crisis and in accordance with Governor Sununu's Emergency Order #12 and pursuant to Executive Order #2020-04, the Planning Board is authorized to meet electronically. This meeting is being conducted using the Zoom platform and all members of the Planning Board have the ability to communicate with each other during the meeting, and members of the public has access to listen and participate in the meeting using BCTV broadcast or by logging into the Zoom meeting. There are instructions on how to log into the Zoom on the screen of the BCTV broadcast and instructions have also been published in advanced of this meeting with directions on how to reach Planning staff to get information about how to join the meeting.

There is no physical location for this meeting, which is permissible pursuant to the Governor's order, the Town of Bedford is providing public access to the Zoom telephone and the meeting is also being broadcast live on BCTV's Channel 22. Members of the public or folks watching from home may email staff directly at Planning@bedfordnh.org and we will be monitoring this email account throughout the meeting. You may also participate and ask questions using the Zoom platform and the phone number for participating via Zoom is listed on the BCTV screen and members of the public can also be given instructions by emailing us at Planning@bedfordnh.org

All votes tonight will be taken as a roll call vote. If there are technological issues during the meeting, the Chair will recess the meeting first and we will try resolve any technical issues. If it has become apparent that the meeting cannot continue or if for some reason the meeting is discontinued due to technological issues, the applications will be postponed and the meeting will be adjourned immediately.

II. Old Business & Continued Hearings:

1. The Planning Board will conduct an interview for a Southern NH Planning Commission appointment.
2. The Planning Board will elect its officers and liaisons to other Boards and Commission. *This item was tabled from the June 8, 2020 Planning Board meeting.*
3. **ER Bedford, LLC c/o Encore Retail, LLC (Owner)** – Request for approval of a site plan and associated waiver requests, for the proposed Market & Main mixed-use development to include three additional buildings comprising 40,561 square-feet of retail uses, 20,046 square-feet of restaurant uses, a cinema with 11 screens (1800 seats), 200 upper level multi-family units, a 90-room hotel, and associated architectural and site changes at 125 South River Road, Lots 12-33, 12-33-1 and 12-33-2, Zoned PZ. *This application was postponed from the June 1, 2020 Planning Board meeting.*
4. **Eckman Construction Company Inc. (Applicant), Silver Stream Properties, LLC (Owner)** – Request for approval of a site plan to construct a 20,120 square-foot light industrial building with accessory office and warehouse uses and associated site improvements at Bellemore Drive, Lot 1-18-20, Zoned SI. *This application was postponed from the June 8, 2020 Planning Board meeting.*

III. New Business:

5. **Emlen & Onil Cote (Owners)** – Request for approval to subdivide one lot into two residential parcels at 18 Pinecrest Drive, Lot 21-47-9, Zoned R&A.

IV. Concept Proposals and Other Business: None

Mr. Connors stated the applications have been reviewed by staff, and staff would recommend that the Planning Board find the applications to be complete. The abutters have been notified, and it is the opinion of staff that the applications do not pose a regional impact. Staff would recommend that the Planning Board accept the agenda, and in so doing, adopt the staff recommendations that the applications are complete and do not pose a regional impact.

Chairman Levenstein stated due to the fact that the Market & Main application will require most of this meeting and we probably won't get through it in its entirety, I would like to start with Applications 4 and 5 and then take up the Market & Main application. Also, I would like to have the presenters for Market & Main to review their information, the Planning Board can ask questions, and then move public comment to the next Planning Board meeting.

MOTION by Vice Chairman Murphy to accept the agenda as suggested by the Chairman. Mr. Newberry duly seconded the motion. On a roll call vote, the motion carried, with Councilor Duschatko voting nay.

1. The Planning Board will conduct an interview for a Southern NH Planning Commission appointment.

The Planning Board interviewed Bryan Lord for a recommendation to the Town Council as an alternate member of the Southern NH Planning Commission.

Mr. Lord stated I am at a time in my career where I now have a little bit more flexibility with my time and public service has always been an interest of mine. I decided to throw my name in and see if there may be some areas that are in need of volunteers. I do have an interest in some of the planning and land use things. I am a lawyer by training, but I was a finance lawyer for my legal career, so I am not an expert at all in terms of real estate law or land use, but I find it to be an interesting and increasingly rich area of public discussion because there are a lot of things that are intentions, including public rights of landowners, public components of things and the work seems to be an interesting way to balance those competing interests.

Vice Chairman Murphy stated I want to thank you for taking the time to volunteer for public service. Councilor Duschatko stated 65 to 70 percent of the Southern NH Planning Commission's work is done is based on the metropolitan transportation organization. We deal with transportation and planning for state highway departments throughout our region, which is the southern New Hampshire region. Mr. Lord responded the way I see this is that there are plenty of ways to learn about the complexity of how government works and there is no right or wrong place to get your toe in the water to start that process.

MOTION by Town Manager Sawyer that the Planning Board recommend the appointment of Bryan Lord as an alternate member of the Southern NH Planning Commission, with a term to expire June 30, 2021. Mr. Lord would be filling the remainder of the term left open by Charlie Fairman. Vice Chairman Murphy duly seconded the motion. On a roll call vote, the motion carried, with Councilor Duschatko abstained.

2. The Planning Board will elect its officers and liaisons to other Boards and Commission.
This item was tabled from the June 8, 2020 Planning Board meeting.

Chairman Levenstein stated Vice Chairman Murphy has expressed interest in the Vice Chairman position. Mr. Newberry stated I think it is important for the Board to develop experience across the members. I have done this for several years and would be perfectly comfortable sharing the pleasure of picking up the meetings when you are unavailable. Chairman Levenstein stated I would like to continue serving as the Chairman.

Town Manager Sawyer stated only the regular members are able to hold the position of Chairman. I believe everybody that has been nominated would fill those roles excellently.

MOTION by Councilor Duschatko that the Planning Board nominate and elect Jon Levenstein as Chairman of the Planning Board, Kelleigh Murphy as Vice Chairman of the Planning Board, and Hal Newberry as Secretary of the Planning Board for the 2020-2021 term. Town Manager Sawyer duly seconded the motion. On a unanimous roll call vote, the motion carried.

Chairman Levenstein stated Mr. Clough expressed a desire to be the Planning Board liaison to the Conservation Commission.

Chairman Levenstein stated currently Charlie Fairman is serving on the Historic District Commission as the Planning Board liaison. Ms. Hebert stated he is willing to continue on in that roll.

Chairman Levenstein stated we also would need a liaison to the TIFF Advisory Committee, which I now serve in that role. I am willing to stay on, but if anyone else would like to be on it, let me know and put your name forward.

MOTION by Vice Chairman Murphy that the Planning Board appoint Steve Clough as Planning Board liaison to the Conservation Commission, Charlie Fairman as Planning Board liaison to the Historic District Commission, and Jon Levenstein as Planning Board liaison to the TIFF Advisory Committee. Councilor Duschatko duly seconded the motion. On a unanimous roll call vote, the motion carried.

- 4. Eckman Construction Company, Inc. (Applicant), Silver Stream Properties, LLC (Owner) – Request for approval of a site plan to construct a 21,320 square-foot industrial building with accessory office and warehouse uses at Bellemore Drive, Lot 1-18-20, Zoned SI. *This application was postponed from the June 8, 2020 Planning Board meeting.***

Chairman Levenstein stated I have a conflict on this application and will recuse myself. Vice Chairman Murphy was appointed as Acting Chairman.

Matt Walsh and Mark Walsh of Eckman Construction, and Jason Lopez of Keach-Nordstrom Associates, Inc., were available on the Zoom platform to present on behalf of the applicant.

Mr. Walsh stated we are before you tonight for Phase 1 of our Bellemore Drive industrial project. It is an approximately 20,000 square foot building that will be used as a primary use for our construction company, Eckman Construction, which is family owned and also headquartered here in town. We founded Silver Stream Properties in order to be able to acquire the Bellemore Land and construct a facility that would house part of our own storage needs for materials and equipment for our construction business, as well as have several tenants to be able to support the balance of that building. We issued a letter in your packet that you will find tonight, so I won't reread that in front of you, but the letter details some of our approach to the project, the uses of the building, and we had a Zoning Board meeting last Tuesday night where we were going for a

small encroachment variance on the back side of the property. In the spirit of collaboration, we want to rescind that and make some adjustments, which we included in a sketch alongside that letter that you will find in your packet as well, and we can describe that as we get to it tonight. That sort of addresses some of the concerns heard by the English Woods neighborhood.

Mr. Walsh continued one of the items that we really wanted to stress is that my father and I both own homes here in Bedford, we are Bedford residents and have lived here since 1991. Our participation in the Town is very important to us. We want to deliver a project that the Town can be proud of and we really feel that the Bellemore industrial project as proposed and is put forth in front of you tonight is something that we can be proud of and it delivers exactly what the Town is looking for in the Service Industrial Zone, as you are aware what the Bellemore Industrial Park has been set up for. I am sure we will get into a little bit of a site plan review. An aerial photo of the lot was posted on the screen.

Matt Walsh stated I wanted to everyone just an overview. We have taken our site plan and superimposed it onto a Google maps aerial. Everyone is familiar in town with the truck center that is on the corner of White Avenue. Our lot is the 5.2-acre lot across the street on Bellemore Drive in that corner, and this just gives you a great overview of the site. As you can see, we abut to the EverSource power lines behind the site that creates a relatively significant buffer to the English Woods neighborhood behind us. You can see I took a photograph from the intersection, shown with the red dot, from the English Woods neighborhood looking back towards our property to give some perspective with that buffer. Could you please post the overview and even with the variance mark-ups, the sketch? I think this just helps everyone on the call tonight to be able to get a sense of the site. Again, we are in front of everyone tonight for Phase 1. It is our intention to be back in front of you at some point this summer for Phase 2, and though we have not immediate plans to put up an addition for Phase 2, we would like to be able to build-out the Phase 2 portion of the site, but we are not here tonight for that. We are here for the Phase 1 as presented and this is the building we intend to construct with your blessing. The red items shown on this sketch tonight as detailed in our letter from last Thursday, some adjustments that were made as we listened with open ears to some of the concerns from the English Woods residents.

Mr. Lopez stated I will go over some of the technical items with the application. The property is 5.2 acres and it is located entirely within the Service Industrial Zone. All abutting properties are in the Service Industrial Zone with the exception with the land to the northeast, which is the English Woods open space residential development. That property is located in the General Residential District. The subject property is bounded by, as you can see on the screen, on the left side is White Avenue, south by Bellemore Drive, right across the street from Bellemore is the truck center where all of the buses are parked, off the other side of White Avenue is where the Irving and Dunkin Donuts is, there is a lot immediate to the right that is a vacant property, and then the Bowman Brook follows along about along the rear of the property, along with the EverSource powerline easement and the open space of the residential subdivision out back. The closest house in English Woods is about 700 feet away. Currently the lot is wooded and it has an existing conservation easement. That easement is kind of that lighter blue hash area. The green area is the wetlands, so you can see a good portion of the property is covered by both wetlands and the conservation easement. That conservation easement is owned by the Town of Bedford.

Mr. Lopez continued we are proposing a 2-story building to contain office space, light industrial use and storage warehousing use, we are provided 22 parking spaces as required, the building will be served by underground electric, propane tanks, we have an onsite septic, which has been approved by the Town and the State, we have an onsite well, there will be a generator for the building. The building will have a sprinkler system fed by an onsite 30,000-gallon cistern that has been reviewed by the Fire Department, there will be two curb cuts onto Bellemore Drive and both will have the appropriate site distance. We have provided a fire truck turning template for the site. We also prepared a short form traffic memo, and it has been determined that the peak traffic will be in the AM and will generate nine trips. Drainage has been designed to comply with both Alteration of Terrain requirements and the recently adopted stormwater regulations for the Town of Bedford. The pavement and roof runoff will pass through Filterra tree box treatment units and then travel to subsurface detention and will infiltrate the water quality volume.

Mr. Lopez stated as Matt Walsh stated, we had presented to the Zoning Board last Tuesday, June 16th, where we were seeking a reduction along the rear property line to put pavement in the buffer. In the plan in front of you, you will see the adjusted red line. We are going to move the pavement out, we are going to reposition the generator, the dumpster and electric transformer pad so we can slide the subsurface cisterns closer to the building and we will be able to keep all pavement and structures outside of that buffer in order to provide the buffer in accordance with the zoning. At that time when we were before the Zoning Board, there were a number of abutters that spoke and had questions and some concerns for the project, so since that time, we have gone through and we have taken a look at some of those items and we would like to quickly go through some of those and just how we are looking to address those.

Mr. Lopez continued one of the comments was concern about noise. The Town of Bedford does not have a noise ordinance, but the applicant has agreed to add hours of operation to the site plan, which would be Monday – Saturday from 7:00am to 8:00pm. There were some concerns about lighting and spill over the property line and visibility. The lighting has been designed by Charron Inc. to comply with the Town's requirements, and the applicant has agreed to place lights on timers and motion sensors that should help with lights not being on all night disturbing abutters. Again, with the buffer, we have decided to comply fully with that buffer requirement. There were some questions on wetlands and the protection of the wetlands from stormwater runoff. As I explained, the drainage system has a treatment system and will have infiltration. All of the roof runoff and pavement will travel through that treatment system, all the pavement is curbed so we won't have any sheet flow from the pavement off into the wetlands.

Mr. Lopez stated there was question on the building and what it looks like. I am not sure we presented that evening the architecture, but we can post those elevations and rendering that have. Posted on the screen now is the Phase 1 portion where the wall on the left side of the screen is the wall that will face Bellemore Drive, the long face, which is the front of the building that will face towards the vacant lot and the EverSource property. The abutters also mentioned also from the homeowners' association some concerns on the well and water supply. I guess they are having some problems with their water, some restrictions on water usage, restrictions for irrigating. I did a little research at the State. They currently have two wells on their property

permitted by the State where one is in use. One well is permitted for 21,600 gallons per day. The well that we are proposing for this property will supply 750 gallons per day. It is very minor in comparison to the draw of the abutting well.

Mr. Lopez stated we have received VHB's comments and also have read through the staff report and we do not take exception to any of the remaining comments. With that, I can turn it over to the Planning Board and answer more specific questions if there is an item that you would like to discuss.

Acting Chairman Murphy stated I will appoint alternate Matt Sullivan as a voting member on this application.

Acting Chairman Murphy asked Mr. Connors or Ms. Hebert, is there anything you wanted to add. Mr. Connors replied I don't have anything. Ms. Hebert stated I don't have anything either. Mr. Lopez gave a good overview of the project.

Mr. Newberry asked could we just review the phased portion of this again. Mr. Lopez asked Mr. Connors, could you post the Zoning Board of Adjustment exhibits? Those items were posted on the screen. The exhibit that is on the screen right now is the Phase 1 exhibit we presented to the Zoning Board. In the yellow area is the area we were seeking a variance for, which was to put the cisterns within the setback and also the pavement. That Phase 1 is what is before the Board tonight. We have agreed to make the adjustment to make the adjustments and pull all of that work out of that area. Sheet 2 was posted on the screen. This was the exhibit we presented to the Zoning Board and this shows both Phase 1 and Phase 2. Just to be clear, we are not before the Board tonight for Phase 2; we will be making a new separate application for Phase 2, but we were going before the Zoning Board to seek relief from both Phase 1. With Phase 2 you can see there is a much larger area we were looking to encroach on the boundary with that included some parking spaces and pavement. We have taken a look and we are looking to try to meet the July 2nd deadline for submittal and we will make the necessary revisions to Phase 2 before it goes back before the Board to take all of those buffer encroachments out. Mr. Newberry stated thank you; that addresses my question.

Mr. McMahon asked do you know the percentage of the impervious area for Phase 1? And then for Phase 2? Mr. Lopez replied off the top of my head for Phase 2 I do not have that, but for Phase 1, I also don't know percentage of impervious cover. The maximum building coverage is required at 25 percent and we have 15 percent on the building. I do not know the impervious cover. Mr. McMahon replied thank you; maybe in Phase 2 we could find that out.

Mr. McMahon asked where is the discharge going to be into the brook? Mr. Lopez replied we have three discharge points. Sheet 3 was posted. We have three subsurface detention areas under the parking lot. The one that is to the lower, right side of the building is a discharge point probably about 25 feet off the edge of the wetlands, heads onto to rip-wrap, it will go through some woods and head out to that swale, which flows back towards Bowman Brook. The system in the very back of the building on the top side of that plan, that outlets kind of to the northwest direction towards the upper left right along the edge of the treeline, and then there is the subsurface system to the left of the building under the parking lot and that is going to outlet

straight up going out with the retaining wall there, but one of VHB's comments is the rip-wrap for that is into the conservation easement, so I need to relocate that outlet pipe. I will probably bring that out further to the rear of the property. It is three discharge points to rip-wrap and it flow across wooded area before it reaches wetland.

Mr. McMahon stated the neighbors said that they were concerned about the noise. Can you give us an example of what will occur in there that would cause the neighbors' concern all the way up to 8 o'clock? Mr. Lopez replied one of the concerns that was mentioned in the meeting is they were talking about backup beepers on trucks during hours of operation. I can't sit here and say there will be no beeping of trucks, there is going to be a dumpster onsite, but, again, we are in the industrial area, we have the buses all across the street, we have the EverSource work trucks right down at the end of the road. We are not planning on having big trucks doing a lot of deliveries on this site, where that would be a frequent thing, but a plow truck or something, it is possible, but the hours of operation should help limit disturbance to people in off hours. Mr. McMahon responded I appreciate your answers.

Mr. Foote asked is Phase 2 going to require or are you going to request a further curb cut, or is Phase 2 going to be served from the existing proposal? Mr. Lopez stated if I understood that correctly, asking two curb cuts in Phase 1 will they serve Phase 2 also. The answer is yes. These two curb cuts will serve both Phase 1 and Phase 2. Mr. Foote asked do you will not be coming in for additional curb cut request in Phase 2? Mr. Lopez replied correct.

Mr. Sullivan asked are there any additional renderings of the building from various elevation views, or is it just the one included in the packet? Mr. Lopez replied the only color one we have is the one that you saw, but we do have black and white elevations going around the entire building. Mr. Sullivan responded right, but no rendering in terms or color. Mr. Lopez replied no color renderings.

Ms. Malcolm asked Matt Walsh, could you describe the landscape between your developed parking lot area and the English Woods abutters? What separates you from the English Woods development? Matt Walsh replied between us and the English Woods development you have approximately between 650 and 700 feet, and you have multiple rows of trees. As you can see from the photograph taken at the intersection, you have the first row of trees that is immediately along White Avenue right at that corner and then next you have the first set of transmission lines. So the first grouping of trees is 25 feet or so, roughly, and then you have the next grouping of transmission lines and then you have another row of trees before you get to the very large transmission lines where you see the wetlands, and then you will have a 25-foot vegetated buffer required by zoning at the rear of our property.

Town Manager Sawyer stated I just wanted to clarify. Are you okay with the staff recommended hours of operation or were you looking for something different? Mr. Lopez responded the hours of operation Monday – Saturday, 7:00am to 8:00pm. I think the recommendation just had weekdays.

Acting Chairman Murphy asked does Planning staff want to speak to the recommendation versus the request on the hours? Mr. Connors replied we didn't specify what days, we just said 7:00am to 8:00pm. We didn't specify weekdays.

Acting Chairman Murphy asked are there any members of the public that are on this call either via telephone or video who would like to speak to this application. Ms. Hebert stated we have a person who does not a name, they are TALANE, who has had their hand up for some time now. We would ask you to unmute your mic and state your first and last name and address for the record and then you can comment. Acting Chairman Murphy there is also a called indicated solely by the tag iPhone and the number 661-8383 that have not identified themselves by first or last name. Ms. Hebert stated Charles Jessee has indicated he would like to speak.

Charles Jessee, 1 Fern Terrace, stated I will restrict my comments to the Phase 1 application today. I will reiterate my comments from last week that I would be happy to have a high-quality neighbor, Eckman Construction Company, a reputable company, as a neighbor, and I do appreciate their willingness to work with us and understand our concerns as a residential neighborhood of 19 homes, 50 residents including children and dogs and plenty of chipmunks this year. We do appreciate the fact that they are looking to define their operating hours and address the lighting in a manner that it would reduce errant late night lighting and such. I might just clarify one point on the wells. We do have two wells with one being used and that is simply because one is taken out of use due to low water supply. Pennichuck is trying to figure out where all the water went, but hopefully they will figure it out or drill a third one, so that remains a concern on our behalf. The good news is I don't have to mow my front yard because it is all brown grass.

Mr. Jessee stated a little background on the nature of the neighborhood. We are indeed 700 yards away from the nearest home from the construction proposed. If that was solid woodlands, of course, there would be a whole different premise. It is, in fact, mostly open fields. At this time of year, the photograph shows lush greenery and that is very nice. In the fall, of course, five to six months a year it is fairly barren. I did recount to the Zoning Board that standing on White Avenue watching a hunter on opening day of deer season walk what would be their back lot of pavement on opening day, so it does become quite barren. I know noise is not necessarily an issue that can be addressed with a small buffer zone, but I would say our main concern is visual appearance. The sticking point I believe for the Zoning Board on the building of Phase 1 was that the setback, and they have addressed that by eliminating the request for a variance, I do believe the Zoning Board suggested they actually ask for a variance to move it forward. I think that was looking forward to the Phase 2, which we saw a brief glimpse of, wherein the trucks turning around would require a variance to gain that land. I think we see the applicants looking to work with us and we do appreciate that; I think our concern is if the Phase 1 remains as planned, a Phase 2 would, of course, have to move that second building forward to not have that secondary dredge. I understand that is a totally different topic, but we just wanted to make sure that we weren't creating a hardship that would have to be addressed in a second discussion later. Thank you very much.

Matt Walsh stated Mr. Jessee, I appreciate your comments, and I appreciate that you have also come forward in the spirit of collaboration. We are willing to make the statement tonight that we

do intend, because we are quite some time on the way out anyway from developing the addition, but even when we do develop it, we do intend to shift the Phase 2 portion of the building addition forward enough so that there is no encroachment into the plans that you saw. We are happy to make that statement and commitment to Planning; we are fine with it.

Robert Poirier, 5 Danforth Drive, stated there is the water concern and we are down to two wells, we are on a total water ban right now. The concern we had was the aerial views showing the trees in full bloom and come fall, spring and winter, it is going to be a much different view, so we are happy to hear that Eckman Construction is taking a good look at that and hopefully give us the protection for both sight and sound. Some of the noise concerns that we had were, as was mentioned earlier, the backup beepers on trucks. We are assuming there are going to be trucks in and out of there pretty much during all business hours. The dumpster trucks coming in, emptying dumpsters on a regular basis, and just noise, traffic that we are probably going to be a lot more susceptible now that we are going to be losing the buffer that we currently have with all of the trees in there. Again, those were our biggest concerns.

Mr. Poirier stated I do have one question. If I am understanding this correctly, moving forward once we do get into Phase 2, there is not going to be a request for a variance to a reduction to the setback. Is that correct? Matt Walsh replied that is correct. We have no intentions of requesting a variance for Phase 2.

Mr. Poirier stated the other question that I had, when we were discussing the clearing of that land back there, it was mentioned a few times that we can just ahead and take down all the trees and plant grass there if we want to. What is the plan now that you are not going to need the variance back there? Is the plan to take the trees down and plant grass or are you just planning on leaving more of the vegetation there? Matt Walsh replied I think it is important, Mr. Poirier, we certainly hear your concerns and we only want to disturb what we need to disturb in order to construct the grading elevations shown on our plans. I think that is really the critical point of understanding. There is a gentle slope when we are done, this is a raised site, so returning to the variance sketch, the red lined sketch. Ms. Hebert stated I would show the landscape plan just to show the plantings and what is happening behind the building. Matt Walsh stated that would be Sheet 5. This, obviously as a condition of our approval, would be to resubmit the plans with the minor modifications made shown on that previous sketch. We will end up pulling the edge of pavement in closer to the building, that will be about a 3:1 slope heading off into the woods, after I adjust that area we will leave the existing vegetation. That slope will be seeded; we are specking out for that to be a New England wildflower mix, so it is going to be a mix that is not regularly mowed in the back. The front lawn area will be maintained, the perimeter of the property will be more of a wildflower mix, maybe trimming or cut a couple of times a season. The intent would be to leave as much of the trees, the natural vegetation, along the back property line.

Mr. Poirier stated we talked about the current vegetation that is there. We just did lose a lot of the big pine trees that border where our property is and where the property is going to begin, where they are going to build on, EverSource or National Grid came in and did a lot of clearing there. In addition to that, the other buffer that was mentioned earlier on the lines closest to English Woods, those would actually be considered distribution lines and not transmission lines.

We were just notified that they are going to be coming in probably within the next few weeks to do some clearing there. It just seems like we are slowly but surely losing all of the buffer that we had between us and Bellemore Drive, and even more important to Route 114. As we all stated in last week's meeting and tonight, we are just very concerned at how much noise that is going to create for our neighborhood. It is encouraging to see that Eckman has come back with a second plan and they are trying to make it a little bit better for us. I guess we would just like to stress the more you could leave there as far as the vegetation, I think the happier we are all going to be. Again, the concern we have with our water. Like I said, I have been here 22 years, we really never had water issues until all of the development started down on Bellemore Drive with EverSource and Blue Dolphin and the Irving station. It seemed like once all of that development went in there is when we started having issues with our water, whether they are pulling from the same water source that we are and we do have concerns with more building going in as far as how is that going to impact our water going forward.

Matt Walsh responded we definitely hear your concerns. I want to reiterate the use of the building, especially as it relates to Eckman's operations. It is storage, so when we look at our well usage of 750 gallons is the calculation on paper, we have four to six sinks and a few toilets in this facility. It is not an Amazon warehouse with a whole bunch of trucks coming in and out, so I think it is just important to set perception so that people understand who their neighbor is going to be and that was part of our letter, which is public in the staff report. We just really wanted to emphasize that to put folks at ease with what they are going to be seeing here. To add another point to that, stating 750 gallons a day, what does that mean to put it in maybe a role easier to understand; that is the equivalent flow of a 5-bedroom house.

Ms. Hebert stated back to the buffer, if you can go to your Phase 2 plan for the landscaping. It would be typical for the edge of pavement along a residential buffer to include some landscaping, and I know your Phase 2 plan showed some landscaping along that buffer area, but staff was pivoted quickly to review the revised Phase 1 plan and it occurred to us that you don't have any landscape planned along the edge of the pavement. Would there be space to add additional plantings to improve the buffer? Mr. Lopez replied currently I wasn't planning on that. I would need to leave that up to my client. The zoning requirement is to have 25 feet of vegetation. Once we move that pavement in that tow of slope, we will exceed the 25 feet. I guess it is just whether or not my client would like to do a little more landscaping along that slope. Ms. Hebert replied the zoning requirement is a minimum of 25 feet but it is clearly the discretion of the Planning Board.

Acting Chairman Murphy asked are there any further members of the public that have indicated they would like to speak. Ms. Hebert replied we do have one person that does have their hand up and they have not renamed themselves but their name in the Zoom meeting is TALANE.

Tracey Kenealty, 22 Pinecrest Drive, stated I am concerned about the water, and I think more research needs to be done on why their water has been affected and how it would further be affected. Matt Walsh responded we believe we have presented the information. The design met the requirements of the site. We really believe we are not going to have the impact on that. As part of the septic proposal, we have received the septic permit for the site approved by both the

Town and the State, and along with that review, the State does look at the well. Again, this system is designed for 750 gallons a day, equivalent to about a 5-bedroom home.

Acting Chairman Murphy asked did we receive any emails with regard to this application? Mr. Connors replied we received one email today and is read as follows:

Dawn Sarette, 3 Danforth Drive, stated I live in the residential area abutting the Bellemore Drive development. I would like to indicate my support for the staff recommendation regarding the dumpster enclosure and hours of operation and lighting. Thank you for listening to and accommodating the current concerns of abutting residents. I would still like to voice concern about the development, although I appreciate that the developer has revised the Phase 1 plan to include the full buffer to our abutting residential area. I continue to be concerned about Phase 2 of the project. The letter from Eckman Construction indicates that the intention to complete site elements for Phase 2 as part of the Phase 1 building process. My concern is that these site elements, as well as completed Phase 1, there will be a lot of pressure on the Zoning Board to approve the expected buffer variance for the Phase 2. Those elements already being in place from Phase 2 as proposed, there appears to be a much stronger desire for adjustment of the Phase 2 building plan to accommodate a full buffer for our residential properties. The development will easily be the most visually appealing lot as seen from Bellemore Drive. The existing developments are mostly parking lots and fences. With that said, the frontage view will really only be seen by limited traffic on Bellemore Drive. It appears there was an agreement to adjust the front landscaping, and in response to Planning concerns, I would ask that some concerns from the abutting residential neighborhood when considering the buffers for both phases of this project. Thank you for the opportunity to be heard.

Mr. Connors stated to Ms. Hebert's point, with Eckman agreeing to withdraw the variance, that satisfies the third part of that email. The more looking at this application, adding a condition that the applicant add some landscaping along the rear of the property to address some of the public comments. Acting Chairman Murphy asked is there any objection to that condition from the applicant? Matt Walsh replied we have no objection to the condition.

MOTION by Town Manager Sawyer that the Planning Board grant final site plan approval for the proposed 21,320 square-foot industrial building with accessory office and warehouse uses, at Bellemore Drive, Lot 1-18-20, in accordance with engineering plans prepared by Keach-Nordstrom Associates, last revised April 29, 2020, and the architectural plans by Lauer Architects, last revised April 29, 2020, with the following precedent conditions to be fulfilled within one year and prior to plan signature, and the remaining conditions of approval to be fulfilled as noted:

- 1. The Director of Public Works and the Planning Director shall determine that the Applicant has addressed all remaining technical review comments to the Town's satisfaction.**
- 2. The Applicant shall submit any outstanding engineering review fees to the Department of Public Works.**
- 3. The plans shall be revised to eliminate encroachments into the residential buffer area such that the site plan complies with Section 275-21.F(2)(a) of the**

Zoning Ordinance generally consistent with the red-lined sketch plans by Keach Nordstrom, last revised June 17, 2020.

- 4. The plans shall be revised to eliminate all encroachments into the Town of Bedford's easement area.**
- 5. The plans shall be revised to include a detail for the gravity block wall proposed for the rear of the site.**
- 6. The plans shall be revised to show the dumpster located within a fenced enclosure.**
- 7. The plans shall be revised to note the proposed hours of operation and to indicate that all exterior lighting, apart from what is necessary for site security, be turned off by 8 pm.**
- 8. The applicant shall obtain approval for a Stormwater and Land Disturbance Management Permit from the Department of Public Works**
- 9. Arrangements shall be made with the Planning Department regarding payment and coordination of third party inspections.**
- 10. Prior to commencement of work, a pre-construction conference shall be held with the Planning, Building, Fire and Public Works Departments.**
- 11. Prior to commencement of work, a performance guarantee in an amount approved by the Town for onsite maintenance of erosion and sedimentation controls shall be placed on file.**
- 12. Prior to the issuance of a certificate of occupancy for the building, all site improvements depicted on the plan shall be completed.**
- 13. Landscaping will be added to the rear of the site to the satisfaction of the Planning Director.**

Mr. Newberry duly seconded the motion. On a unanimous roll call vote, the motion carried.

Chairman Levenstein returned to the meeting.

5. Emlen & Onil Cote (Owners) – Request for approval to subdivide one lot into two residential parcels at 18 Pinecrest Drive, Lot 21-47-9, Zoned R&A.

Paul Chisholm, engineer with Keach-Nordstrom Associates, Inc., was present to address this subdivision request on behalf of the applicant.

Mr. Chisholm stated the plan before you tonight is a 2-lot residential subdivision located at 18 Pinecrest Drive here in Bedford. The existing parcel is about 3.7 acres in total area. You can see the house, driveway, well, and septic system are all situated on the south end of the site on the left-hand side of your screen. The two new lots will be the existing house lot will be reduced from 3.7 down to about 1.7 acres in total area, and the new lot will be about just under 2 acres, like 1.9 and change. Both lots, as I mentioned, are going to be serviced by well and septic systems. You can see there is a line of utility poles running on the east side of the street, so electric, cable and all of that stuff can come off from one of the two poles along the frontage of the new lot. This lot is compliant in every way; it does not seek any variances or any waiver

requests or anything like that. We have read through the staff report and only request that we have for the Board is to consider revising Condition #8, which is in regard to the fair share contribution. Based on the roadwork that is going to take place on Pinecrest Drive this year, it is in regard to the timing of the payment. These folks are not developers, they inherited the property, when their parents passed away, this sort of caught them by surprise in some aspects. They are looking at sell this property as soon as possible. The whole reason why Keach-Nordstrom Associates, Inc. is involved is because they were recommended to us, they had already been talking with a realtor, so I understand that the Board sometimes does make an exception in terms of the timing of the payment in cases when they know that the lot is going to be sold immediately and obviously that would be the case with this one. That is all the information I have tonight, and I would be happy to answer any questions from the Board or abutters. I look forward to discussing the timing of the fair share payment. Thank you.

Chairman Levenstein asked what is the recommendation in the staff report as to when that fair share payment is to be made? Ms. Hebert replied we typically have that paid before the plan is recorded and the lot is created. If it doesn't get done at that time, the cost can often be passed onto a new owner and it catches them unawares, and it is also difficult to track as the lot changes hands once the lot has been created and the plan recorded at the registry. Chairman Levenstein asked have we made exceptions to that in the past? I don't recall that we have. Ms. Hebert replied I don't recall.

Chairman Levenstein asked for any questions or comments from the Board members.

Mr. McMahon stated VHB talked about a 10 percent slope minimum for the fire truck. Has that already been resolved? Mr. Chisholm responded I think they were talking in regard to the slope of the new driveway on the new parcel. Again, the applicants don't intend to develop the parcel, so when someone comes along and buys this, they are going to have to follow all of the rules that are in place in terms of driveway slope, cross section with things like that. That is going to be dealt with at the time that a building permit and driveway permit are pulled.

Mr. McMahon asked if it is hard to track, what would be the implication if we did delay payment, and if so, a couple or three times, without the condition that that money had to be paid, would it be difficult for us to recover that as a Town? Chairman Levenstein asked what would be our remedy? Would we be able to pull the site plan? Ms. Hebert replied the reason we require it upfront is because it is tied to the creation of the new building lot, and once that plan is recorded at the Registry, the lot legally exists and can be transferred to owners. It would be hard to track without recording some document that also bound the property to this payment. I would not recommend delaying payment. Mr. Newberry asked is that something that could be bonded? Ms. Hebert replied potentially. Chairman Levenstein stated your bond is probably going to be as much as your payment. Ms. Hebert responded correct; I am not sure that is going to help the owner. Chairman Levenstein asked how much is the payment? Mr. Connors replied there was some dispute among the rational nexus test, the applicant provided, recommended a payment of \$6,283.50. The Town's consulting engineer did a review and they disagree with just a minor issue with one of the tests that Keach performed, so their amount came in \$400 more than that. Chairman Levenstein asked it is between \$6,000 and \$7,000? Mr. Connors replied yes. Keach is recommending \$6,600.

Chairman Levenstein asked is there any reason that they couldn't just wait until they have the plan signed, until they sell the property and that way they can just do it as part of that? Mr. Chisholm replied they can't legally sell the property until it is recorded. Chairman Levenstein stated you can transfer it but you can bond a contract and you can have a closing and as part of the closing, you record the plan. Ms. Hebert stated that happens with current use fees all the time and those can be even more impactful than the fair share roadway fee. Mr. Chisholm stated if that is an option, I am sure they would probably consider it and probably even take it. I guess if that were the case, if it were to be something like that, I would just ask that the condition be changed to say either/or, paying before and/or tying it to the closing of the property. When talking to the realtors, they intend to disclose that information obviously to whoever the buyer might be just so they are aware of that. Not only do they have to pay all of the impact fees associated with the project, but obviously also this fee as well. Ms. Hebert stated the impact fees are not due until the certificate of occupancy is issued for the new home. The current owners would not be needing to take on that payment. Chairman Levenstein stated I think what you want to do is tie it to the recording of the plan because that is when the lot is actually created, once the plan is recorded. We record the plan? Ms. Hebert replied the Town records the plan, but we will coordinate with the owners once they have a buyer to record the plan, and all of that can happen at the same time. Chairman Levenstein stated it can be collected at the closing, could be taken out of the share of the buyers. Mr. Chisholm stated I appreciate anything to just kind of not have them pay directly out of pocket would be very, very helpful to the applicants, and I am sure they would appreciate it. If that gets too muddy or anything like that, they could certainly cut a check beforehand and that would solve the issue too. I do appreciate you offering the flexibility. Mr. McMahan stated we could make this a condition of approval.

Councilor Duschatko stated I think I have a problem with creating a precedent by not following our current procedure. If we require the fair share be paid prior to recording of the plan for everybody else in town, why should we change it for one particular applicant? Chairman Levenstein replied I don't think we are changing it. Councilor Duschatko asked why does it come up? Ms. Hebert stated the applicant asked for it to be considered. We are not recommending it. Councilor Duschatko responded I didn't think so, and that is why I was putting my voice in that light. I am not recommending it either.

Chairman Levenstein asked for any comments or questions from the public.

Tracey Kenealty, 22 Pinecrest Drive, stated my questions are varied. I believed that this property had four subdivisions over many, many years and all of a sudden it has been split into two. The impact that selling the bottom property would have on the historic nature of that area and the beautiful hill that it is on aesthetically. I knew Mrs. Cote and I know the children, who are obviously grown adults now, and I am just a little confused as to why it has been subdivided the way it has been divided. We are not really happy about it. Do I have any recourse or is this purely about a \$6,000 bill that the realtor doesn't want them to pay, because currently there is a ton of money going into the actual property itself for Mrs. Cote's offspring? It seems to me this all coming from a realtor. I see that Onil Cote is on here and he may want to comment.

Chairman Levenstein asked Mr. Connors, if you could please comment as far as the history of these lots. Mr. Connors responded they were originally three lots on this parcel and they were merged back in 2005 under the previous owners, so the current owners are just asking to subdivide into two lots now, which they have the right to do and the application meets all of our zoning and land development control regulation requirements. Chairman Levenstein asked they have requested no waivers on this application? Mr. Connors replied there are no waivers.

Mandeep & Candace Chopra, 4 Pinecrest Drive, stated our lot is directly downhill from the property, 18 Pinecrest Drive, and we abut that property, and we definitely have some concerns subdividing and oppose it actually. One of the major concerns is just around the water drainage that could potentially happen with a new resident there. We already have water drainage issues with the properties. There will be likely be a leach field there that will be water leaching down into our property from the leach field. It is a very steep slope there. And we also have the drainage that goes into the pond, which is a wetland, so we are concerned about that as well with runoff that is coming from that particular property. That is one reason. What we would like to do is see an environmental study done, a survey done, to see what those impacts would be prior to doing that subdividing. The second reason really is, and Ms. Kenealty pointed out, the aesthetic value. We will have a house directly abutting us in the center of town, taking that aesthetic view, there is a privacy impact that we are worried about and it will affect the beauty of all of Bedford by subdividing and building another house there.

Mr. Chisholm stated with regard to the water issues; I think I have heard a couple of things in there. The first being septic and the second drainage. I will start with the septic. This site will have an onsite well and septic system, as does the rest of the neighborhood. All of those things are regulated by the State and also locally. Everything that we have designed meets those criteria. There will be a formal septic system design that will meet all the State's regulations and that doesn't actually happen until they know what type of house is actually put on the lot, and that will happen at a later date, and we will require a State permit to get that as well. In terms of the drainage, the whole neighborhood, a very good portion of Pinecrest Drive actually drains down from the left side of the sheet down to the right, which is down into a pond at the bottom of the hill. Part of what the Town is doing is actually going in there, and as I understand it, they are going to clean up some of the drainage crossings and things like that when they go in and do the roadwork. In terms of what we have done, we have prepared a stormwater management study in accordance with the regulations; that was reviewed by VHB. They didn't have any comments in terms of what we put in that report. I will say that if a single family home I think we accounted for 6,500 square feet of impervious area, something like that, however, I know that the Town just enacted a new regulation that, I think the number is 20,000 square feet, if the new construction disturbance on the lot is going to be greater than 20,000 square feet, they are going to have to do a lot more drainage based on that new regulation. I don't know that that would be the case, but I don't know that it won't, again, these folks aren't proposing to build anything there, they are just subdividing the land. Whoever buys it and ultimately decides what to put on it, that is what they are going to have to deal with if they build something big enough to trigger that requirement. In terms of the stormwater management, again, we had our stormwater memo and it was reviewed and there weren't any comments in regard to that. Again, a big portion of this development does go down to the low area, this road basically climbs right up from Route 101, and all into that

pond there. The impact from this development is basically going to be, based on our report, negligible in terms of what already exists today.

Mr. Chopra stated unfortunately I don't know what a stormwater report is. Is that equivalent to an environmental study impact study? Mr. Chisholm replied that is a study directly in regard to the drainage of the proposed development. That is exactly right. It looks specifically at drainage and at that issue. Mr. Chopra replied I wasn't aware that that constitutes an environmental study. I would still like to see that done prior to this subdivision. Again, we a lot of drainage issues on the property as it is. We are at the bottom of the hill. There is a ditch that abuts the property, particularly for all of the runoff that comes off from that property, and now we are talking about a second property going up with more drainage and runoff running into that. Are we going to need to dig a bigger ditch to drain all of the water out? I am not sure you guys looked at that study. Have you seen that there is a ditch down there and it is draining the water from the property from all of the downhill? Ms. Chopra stated from the Cote's property into our pond.

Chairman Levenstein asked Mr. Foote, what are the plans that the Town has for the road over there? Mr. Foote responded essentially we are going to be going in and reclaiming and paving Pinecrest and Pinecrest Circle. We are only fixing a few cross culverts to make sure that the drainage works efficiently. I have been to the site, and I think I also have somewhat concerns as the Chopra's. If the purpose of this lot is to adhere to the stormwater regulations, whether it is over 20,000 square feet or under, I would be much more comfortable requiring whoever purchases it that they submit a stormwater report on their pre-condition, existing condition what the runoff versus the post. The Town did work with the Chopra's many years ago when we reconstructed Meeting House Road. There are water issues and drainage issues in the area, and it is incremental as far as the amount of water coming down that hill, when they develop the lot if they would be required to include a document or plan that shows that the next increase is being mitigated onsite, I would be more comfortable with this subdivision.

Chairman Levenstein asked Town Manager Sawyer, is there any regulation that you know of that requires that a person buying a lot prepares such a study? Town Manager Sawyer replied no, other than the new stormwater and land disturbance permit that we just adopted as a community, and I see that that is staff recommendation Condition #7. I think to address Mr. Foote's comment; we could just modify Condition #7 to eliminate the last section of that condition or written documentation that the permit is unnecessary. To me that condition would require a stormwater and land disturbance management permit from Public Works at the time of development. Chairman Levenstein asked what is that condition? *7. The applicant shall obtain approval for a Stormwater and Land Disturbance Management Permit from the Department of Public Works or written documentation that the permit is unnecessary.* Town Manager Sawyer stated I would recommend removing the text after Department of Public Works. Mr. Connors stated the way that that condition is written now is pre-final plan approval, so pre-recording of the plan could change that before building permit is issued, you would have to change the language on Condition #7. Chairman Levenstein stated I think you want it before building permit is issued just because they are not going to know what they are building at this point, so there is no study that is going to be worth anything.

Mr. Chisholm stated we did prepare a very specific stormwater plan. It is based off from a conceptual lot development plan. Sheet 3 in the plan set was posted. It kind of just shows a

potential lot development scheme for this lot. Again, I think you folks just enacted a stormwater ordinance just for this reason. A stormwater report isn't typically required for a single family home. I think if there are drainage issues out there today, maybe they should be addressed regardless of what happens on this lot, I guess. I don't know that based on the report that we prepared and that VHB reviewed, it just doesn't show any additional impact based on the plan that we have here. Now, again, the Town is covered in some sense by that new ordinance that was enacted, so obviously we would prefer not to have that stipulation or condition changed, and I think it kind of makes sense the way that it is written for those reasons. You can see on the posted plan a driveway and a house with a deck, I think that is a 40 x 60 box for a house, a 15-foot wide driveway that expands out to a 2-car garage, kind of like a drive-under situation there is what we are envisioning, and then I counted for a deck off the backside and then we accounted for an additional 1,000 square feet in the drainage study in addition to what you see here, just in case they have a shed or if they put on an additional room or something like that. We felt that that was a pretty modest showing. Again, what you see here is accounted for in our stormwater report as if it was built like this.

Mr. Chopra stated one of the other pieces that I think maybe wasn't stated well enough earlier was around the fact that the pond is really a wetland. Has there been any study done for that? There is wildlife in there, and what is this extra runoff going to do to the wildlife? Has there been an environmental study done from that perspective? Chairman Levenstein responded an environmental study wouldn't be required. Mr. Chopra replied even though that is a wetland? Chairman Levenstein replied it is not a wetland on their property. They are not asking to do anything to it, so I don't think that there would be any requirements. Mr. Chopra stated that water runs off directly into the wetland. I know that the work that we did with Mr. Foote a few years ago around Meeting House Road, there was a lot of concern around that wetland. Ms. Hebert stated there is no requirement for environmental study of the wetland unless there are proposed impacts to the wetland and there are none proposed. Mr. Chisholm added there is no impact proposed in the buffer at this point in time either. If any are to be proposed, that is something that they are going to have to deal with at a later date. This lot is plenty big enough; I don't see anyone having to go down there that close to it.

Mr. Chopra stated I know Mr. Chisholm showed the proposed location of the proposed home on that property, what was the study for the size of the home that you had or the size of the various development pieces? Mr. Chisholm responded the footprint was a 60 x 40 footprint, plus a 15-foot wide driveway that expanded out to I think 24 feet in front of the 2-car garage, which would be kind of like the drive-under, the back deck and steps off the back, as shown on that plan, and then an additional 1,000 square feet, as I mentioned, for a future shed or if there was ever a future addition or something like that. Mr. Chopra asked is there any sort of stipulation on the height of the proposed property? Two-story, 3-story, 4-story? Mr. Chisholm replied it would be subject to the zoning regulations in regard to that. Mr. Connors stated in the Residential Agricultural district it is 35 feet.

Ms. Chopra stated I was just glancing through some of the documents that the Planning Board has posted online and it mentions slope. There is going to need to be a significant change to that hill. It has a very steep slope, there are established trees that have a lot of wildlife and the hill would need to be, it is almost vertical, it is really very steep. Is there any sort of requirement for

effecting a slope like that? Mr. Connors replied there would be a driveway permit from the DPW and I believe DPW has certain standards of the sloping of the driveway curb cut. Ms. Chopra asked so there is no concern about making something that is almost vertical into something horizontal to build a house? That is not something that has any requirements? Mr. Chisholm responded there are actually specific zoning requirements based on the slope of the land. You have to show certain buildable areas outside of steep areas. We have done that on this plan. The slope on this parcel I think was about 15 percent or so, so basically pretty consistently from left to right as you are looking at the sheet here. We meet those regulations with this plan. I would think during construction, there may need to be certain erosion control measure that are put into place based on the slopes and things like that, around the disturbed areas. I think we showed those also on Sheet 3 where we show a silt fence down at the bottom just to put in a temporary protection to prevent sediment and things like that from getting into the wetland on the adjacent property.

Ms. Hebert stated the stormwater permit that DPW would administer would require a more detailed plan than what you are seeing here. Mr. Foote is that correct? You would require a more detailed site development and grading plan for the home and driveway? Mr. Foote replied this is why I am in agreement with Mr. Chopra is that we have a site that is very steep, we all recognize that, and if the disturbance is less than the 20,000 square feet, theoretically there is no action the Town can take. We could include a provision in the approved plan that states that a pre and post drainage analysis be supplied prior to acceptance, then that would alleviate my concerns. Chairman Levenstein asked Ms. Hebert, when this was reviewed by VHB, they must have looked at the slopes. Ms. Hebert responded they did. The plan does not require any waivers to our subdivision regulations so it does meet all of the Town's standards. The 20,000 square foot threshold for the stormwater permit, it really depends on who comes in and buys the lot and how intense they develop the lot, but that is 20,000 square feet of land disturbance. It is likely they will hit that threshold because the lot is proposed to be about 2 acres, and one acre is 43,500 square feet, so we are talking about disturbing a quarter of the lot, so it is likely to require additional review and design on behalf of the owners before they get their building permit. Mr. Chisholm stated Mr. Chairman, I would like to add something to that. The numbers that I have been throwing out here for the impervious area at 6,500 in the study, again, that is just the impervious area. Along with that there would be additional disturbed areas that would be basically just replanted as grass, landscaping or whatever. What is not included in that is like any grading associated around the house, the driveway, the septic system, so it is a good possibility that that 20,000 square foot mark could be hit just because you might be chasing grade down the slope. But the thing is, we just won't know that until someone comes forward with a design. The applicant would just like to have that play out written in the document and not require anything special on here. They obviously don't feel that that is necessary here unless someone is truly going to disturb that 20,000 square feet. I think obviously that was enacted for a reason.

Ms. Kenealty stated I am hearing so many ifs. If the new people that buy the property decide to do it this way, then it might happen. I think we need to sort of go back in time and say why was it able to be rezoned in the way it was rezoned. And regarding the ditch that comes down the hill, that is supposed to be maintained by the Town for proper water drainage. It actually isn't; it is never cleared out and you often get sort of undulations from it from the road because it isn't

cleared off property. So if we are not doing a good job with Pinecrest Hill as it is right now, it is only going to get worse if we add a new house to it.

Mr. Chopra stated the only other question I have is does a decision vote happen tonight. Does the Board vote on it or is there other recourse that we can take and come back? Chairman Levenstein responded we are going to vote on it. I don't know what the motion is going to be, but there is going to be a motion, presumably, and there will be a vote. Ms. Chopra asked is it possible to table this until the next meeting? We just received the letter from the Town last Thursday, so this was really quite a surprise to us and we really haven't had much chance to look into it. Is it possible to wait until next month's meeting to make a decision? Chairman Levenstein asked Ms. Hebert, when were the abutter notices sent out? Ms. Chopra stated the 10th; it is a registered letter if you want to see it. Chairman Levenstein responded we don't need to see the letter. They were sent out according to the ordinance? Ms. Hebert responded yes they were. Chairman Levenstein stated if somebody feels they want to table it, they can make a motion to table it. There is certainly no limit to the motions that can be made. I frankly don't see a reason to table it. Vice Chairman Murphy stated I tend to err on the side of abutters when they make requests like this, so I will make the motion to table.

MOTION by Vice Chairman Murphy to table the application for Emlen & Onil Cote (Owners) – Request for approval to subdivide one lot into two residential parcels at 18 Pinecrest Drive, Lot 21-47-9, Zoned R&A. Ms. Malcolm duly seconded the motion.

Mr. Newberry asked Mr. Chairman, what is tabling this going to allow us to learn that we don't know? Chairman Levenstein stated that is my feeling. Mr. Newberry stated it sounded to me like most of the concerns that were raised are legitimate concerns but they are not directly related to the subdivision. They are related to the subsequent development of that lot. Mr. Clough stated but given Mr. Foote's concern, do we have enough information as a board to move forward with a vote, because it sounds like his concerns, he is an engineer and his concerns are valid. Chairman Levenstein stated frankly I don't know what more information we could have. Mr. Newberry stated that is my question. What additional information do we expect to get to make a more informed decision. Ms. Hebert stated Town Manager Sawyer made a suggestion that the stormwater permit be provided as a condition of subdivision approval regardless of whether they hit that threshold. So that would be something that staff would review and the applicant would have to prepare based on the 20,000 square feet of disturbance. That would provide any new buyer information about what they would be needing to do to accommodate drainage on the site. Mr. Foote stated I agree with Town Manager Sawyer's statement to modify Condition #7, and I think Ms. Hebert has also has expanded to that that would also alleviate my concerns to modify it as Town Manager Sawyer stated.

Chairman Levenstein called the roll on the motion to table this application. Those voting yea were: Vice Chairman Murphy, Ms. Malcolm and Mr. Clough. Those voting nay were: Mr. Newberry, Mr. McMahan, Councilor Duschatko, Mr. Foote, and Town Manager Sawyer. With the majority voting nay, the motion failed.

Town Manager Sawyer stated I wanted to check with staff to see if we hadn't received any comments via email during the meeting, as we typically do during this Zoom meeting. Mr. Connors responded we received no emails before the meeting, and we did not receive any emails during the meeting either. Ms. Hebert stated we are constantly screening that email, and we will pipe in during the meeting if something has been received and read into the record.

MOTION by Town Manager Sawyer that the Planning Board grant final approval of the subdivision application prepared for Emlen and Onil Cote, to create one new residential lot at 18 Pinecrest Drive, Lot 19-47-9, in accordance with the plans prepared by Keach-Nordstrom Associates, last revised May 28, 2020, with the following conditions to be fulfilled within one year and prior to plan signature, and the remaining conditions of approval to be fulfilled as noted:

- 1. A letter shall be submitted to the Planning Department by a Licensed Land Surveyor, certifying that all boundary monumentation has been set as noted on the approved plan, or in lieu of a letter, the final subdivision plan to be recorded may be submitted noting that the bounds have been set.**
- 2. The Planning Director and the Department of Public Works Director shall determine that the applicant has addressed all technical review comments to the Town's satisfaction.**
- 3. All outstanding (if any) engineering review fees shall be paid to the Planning Department.**
- 4. All recording fees shall be submitted to the Planning Department at the time of recording.**
- 5. The plan shall be revised to show the map and lot number for the proposed lot to be 21-47-46.**
- 6. A NHDES Subdivision Permit shall be obtained and the approval number noted on the plan.**
- 7. The applicant shall obtain approval for a Stormwater and Land Disturbance Management Permit from the Department of Public Works.**
- 8. The Applicant's Fair Share Roadway Contribution of \$6,695.30 shall be paid to the Department of Public Works for the Pinecrest Drive improvements. The amount of the contribution shall be agreeable to both the applicant and the Department of Public Works Director.**
- 9. Prior to the issuance of a certificate of occupancy for a house on Lot 21-47-46, school and recreation impact fees shall be paid.**

Town Manager Sawyer stated with regarding to Condition #7, the amount of the applicant's fair share roadway contribution of \$6,695.30, which is the amount recommended by VHB in reviewing the differences between the two. I believe VHB correctly identified the length of the Pinecrest project, and left out Pinecrest Circle, which it appeared Keach-Nordstrom Associates, Inc. had included in their original study. Also, I wanted to note that I think it is important to try and collect that contribution now and that is why I wanted to keep that in as the Town is currently working on Pinecrest this year and we only have six years in which we can collect those funds. It would be important to not put off that condition to a later date. Chairman

Levenstein asked Ms. Hebert, when do we normally collect it? Ms. Hebert responded prior to recording. Town Manager Sawyer stated as is proposed in the motion.

Mr. Newberry duly seconded the motion. On a unanimous roll call vote, the motion carried.

- 3. ER Bedford, LLC c/o Encore Retail, LLC (Owner) – Request for approval of a site plan and associated waiver requests, for the proposed Market & Main mixed-use development to include three additional buildings comprising 40,561 square-feet of retail uses, 20,046 square-feet of restaurant uses, a cinema with 11 screens (1,800 seats), 200 upper level multi-family units, a 90-room hotel, and associated architectural and site changes at 125 South River Road, Lots 12-33, 12-33-1 and 12-33-2, Zoned PZ. *This application was postponed from the June 1, 2020 Planning Board meeting.***

Town Manager Sawyer stated Mr. Chairman, I have supplied you with a letter and I will be recusing myself from this case. Town Manager Sawyer left the Zoom meeting. Chairman Levenstein appointed alternate Matt Sullivan as a voting member on this application.

Chairman Levenstein stated it is 8:45pm, and my expectation is that there is no way that we are going to get to any type of public comment before 10:00pm. With that in mind and the fact that this is not a complete application, in the sense that the traffic study is not complete. There are some other little things that are going to have to be done. I would propose that we do not take public comment tonight, that we wait until the applicant and the Board is done with their questions and that this matter will be reset for a hearing. I believe Ms. Hebert is proposing that it be the next Planning Board meeting, which would be July 20th, and at that time we will take public comment and we will vote on the application.

Attorney John Cronin of Cronin, Bisson and Zalinsky, stated I have been working on this project since the spring of 2019. Our team here this evening includes Bob Duval of TF Moran, Chris Rice of TF Moran, who has done most of the civil engineering on the case, has worked on it since the beginning and will have a lot to share with you this evening. Also present is Terry Robinson of ER Bedford, LLC c/o Encore Retail, LLC, who has been on this project from the very beginning going back to 2015, BJ Powers of Encore Retail, LLC. Joel Bargmann of BH & A Architects. Mr. Bargmann has been working on the architectural, did the revised design, including the apartment units and has taken the feedback from both the conceptual and the design review phases and incorporated them into the final site plan.

Attorney Cronin stated before I get into the merits I first want to thank Ms. Hebert and Mr. Connors for working with us for months to try and get this plan into the best position that we can. They have been helpful and unprecedented at times. We are not delighted that we are presenting this case, which has major significance not only to the Town and the applicant, via Zoom. We would much rather prefer to do it in person, but we recognize that the times call for something a little bit different. We will do our best, although it will be difficult with exhibit management, to present the case. I was initially remiss not making note of some of the

contributors that are online, who include Mark Fougere, who is appearing by Zoom. He did the economic impact study.

Attorney Cronin stated our program for tonight, and we have been monitoring the prior cases, and we are cognizant of your cut off time, maybe 9:30pm to 10:00pm. We will certainly take the Chairman's lead on when to cut off with the expectation that we will be back in July anyway.

Attorney Cronin stated for what we would like to present tonight, I am going to make some brief opening remarks to try and give you a history of the layout of the project, when it started, and bring us up to date. You are going to hear from Terry Robinson who is going to talk about his role in the project and his vision for the project and the development of land. Chris Rice and Bob Duval will work on the civil engineering. Joel Bargmann is going to work on the architecture and present you the drawings and the elevations and the layout. Mark Fougere will work and make a presentation regarding his details on the economic impact statement. If time allows, Bob Duval is going to give just a preliminary statement with respect to traffic, recognizing that VHB, the Town's consultant, and he need to attend to some more details, and there is every expectation that that will be ready for final review and presentation in July.

Chairman Levenstein stated as far as the traffic goes, unless it is the only thing left that you want to do at the end, I think it would be better to wait until all of the details are worked out with the staff and VHB has the chance to look at the final study. It is my understanding that they still haven't reached final conclusions and there is a report that has to be sent over and reviewed. I would suggest that we don't do that tonight if there are other things that are left to be done. Attorney Cronin responded if you want to defer that, we will follow your recommendation and take that up in its entirety at the next meeting. And if time allows, I can address this evening, or maybe at the next meeting, my preference would be to address it this evening as it is highlighted in the staff report as one item of central concern, and that relates to the market rate apartment waiver. I know you won't be voting or taking comment tonight, but I think it might be important to address that and lay it out for the Board's consideration.

Attorney Cronin stated with respect to acceptance of the plan for jurisdiction, we believe that it meets the statutory criteria to be a complete application to give the Board substantial information to review it, and I would ask that the Board accept it as a completed application. Ms. Hebert stated the Board did this when they accepted the application as complete. All items that are posted for public hearing are accepted as complete applications and ready for public hearing.

Attorney Cronin stated with respect to the outline I wanted to talk about; going back to 1964, this particular site, which is approximately 16 acres in size, it was developed for a Macy's department store. Many of you were aware of it, many of you probably frequented it, and there was an old restaurant that used to be very popular in the 1980's that was around the curve of the I-293 exit into Bedford. Over the years Macy's, which I think it was originally Jordan Marsh, changed their platform, as many retailers continued to evolve, and Encore purchased that land in 2015 with the expectation and goal of developing it as a mixed-use project offering shopping, office and retail. Initially when they came before the Planning Board, they had some commitments from various tenants, which included REI was one of them, and another was DH for a medical office building. A medical office building was a very large component of this

particular project. As things worked through the approval process, they wound up in October of 2016 where the Planning Board granted a number of waivers and granted final site plan approval of this particular site. As buildout started and execution of that plan went forward, there was development of Trader Joe's, which you see now, which was constructed, operating and gets a lot of use in the community and they are doing quite well. Also, there was work done with respect to the completion of The Friendly Toast, another aspect that is up and running and operating on the site. In addition, significant offsite work was done, and most of it is completed. I noticed in the staff report that a few things with respect to signaling, which we can attend to resolve, but there is significant expenditure being done on that.

Attorney Cronin continued as time passed, not only through the development process but in construction, things in retail started to change in the vision of Encore and the responses they were getting from their retailers. REI pulled back saying that they wanted to dedicate more of their resources into digital rather than physical platforms. It was certainly disappointing. There were some issues with respect to a cinema, which was initially contemplated for the site, and more importantly, DH, who was going to be the single tenant for the large office building, acquired other land in Bedford and made a decision that it preferred not to lease this particular site. That left Encore with a very big parcel, a very big investment, and Mr. Robinson and his team went back to the drawing board to see how they could make this a win-win project. They looked at it from all aspects. Their goal, of course, is to complete it, it doesn't serve the community well or them well to have a project that is partially completed and sitting idle. So they went back to the drawing board in the spring of 2019 and they re-envisioned the project to still include the retailing, commercial, to reduce the square footage, and to add 290 residential units. These were no workforce units; they were upper scale with rents targeted up in the mid \$2,000. They had looked at the marketplace, they knew that there were a number of apartments around in different areas but not many at the upper levels of the market, which their focus was for this site. We came in for a conceptual hearing in October, the feedback was ranging in scope and comments, we heard things such as we don't want apartments, too many apartments, there would be overburden to the schools, also heard issues about disappointments of the tenant mix and different things of that nature. There was also some commentary about the design of the building and the architecture. Mr. Robinson and his team, again, went back to the drawing board and they made substantial changes to it. They reduced the scope of the apartments by almost a third, reducing it from 290 to 200, and most importantly, they changed the mix, which in your paperwork in the binders that I submitted to you, I think there are 44 tabs of information that are too voluminous to put up and post on Zoom. We had the information in there reporting 80 2-bedrooms; that number is actually 74 units. Some of the 2-bedrooms were lost in the redesign as Mr. Bargmann started to add some features to the upper levels to give more of a mansard style look. That project came through for design review in January and February, we had a couple of different meetings, and, again, we had some comments, various things about the apartments, some members said they were disappointed, others were adamant that they wanted workforce housing, some thought that market rate housing, and this came on the heels of the Bow Lane project, which some of you may have served on the Board at the time that was a controversial project where arguments were made that apartments weren't right in that location, they should be out on South River Road, the community had more workforce and they wanted market. So we went through that design review phase; again, Mr. Bargmann and his team made a number of different changes and redesigns to try and make it fit. Mr. Fougere continued to take a look at

the economic and worked with department heads so it could shape up to the final application. The final application was filed in early March, I believe, and Ms. Hebert will correct me if I am wrong, the expectation is that we would come forward in the ordinary course and have our presentations and hearings and the give and take that is typical for the planning process. Unbeknownst to all of us, Covid came, and it came strong, and really changed the manner and method in which to present these cases and the timing of it. So here we are today appearing remotely trying to present this plan.

Attorney Cronin stated what we will be asking for in the conclusion of the case, is approval of the site plan, approval of a waiver that will allow market rate apartments and approval of some other dimensional and engineering type waivers that many of which were voted favorably on in the first go-around.

Attorney Cronin stated before I turn it over to Mr. Robinson, I want to talk a moment about recusal, and I think I might have a slide there that is titled 'Should I Stay or Should I Go.' The slide was posted on the screen. I just put this note up because of all of the things I have been doing I land use for 30 years, this is my least favorite thing to do, and I still have pause when I have to do it. But our Supreme Court has told us lawyers there is the practice in the land use arena that if you have any issues with recusal, you need to do it at the beginning of the case and don't raise it on appeal to the Superior Court. So I am duty bound to Mr. Robinson and my client to at least raise this. One of the things that I have put up here highlights some of the standards for recusal. Initially I had prepared a number of questions, and I prepared them because, like you folks, in any project that we do, there are many different sides and many different viewpoints. Some projects are more controversial than others and we have people that send us information, all of it hearsay and hard to gauge what is reliable and what is not. I personally don't monitor Facebook or social media with respect to the pulse of what is going on because I don't believe that zoning and land use is a popularity contest. The cases should rise and fall on their merits. When you take the step, and I don't know how people do it, I always marvel at it, how you volunteer for no pay as a matter of public service to hear these cases, which often times there are people that are unhappy, it is a big commitment, and you certainly don't give up your right to have an opinion, an opinion about land use, an opinion about development, good, bad or otherwise, when you step onto the Planning Board. What you do give up, however, is when you have a personal interest in a process, as you give up your right to sit up and decide in the case because all of us, whether it is the residents of Bedford, the Planning Board, the applicant, what we deserve to have is a fair and unbiased panel. And, as I said, I prepared some questions in advance that I was hoping to ask, but I got overruled by your Town Council who said it was inappropriate for me to ask questions but I will simply take an exception and not go into that. But generally I think that some of the things that you should be thinking about to determine whether you have a personal interest in this case, have you been on social media or Facebook and have articulated a position one way or another, whether it is about this particular project, apartments in general, apartments in a particular location, and the reason that I mention that is that there was a recent case out of Manchester over on Wellington Road, that is just off I-93, there was a site for a gas station that was being proposed there. It was denied by the Planning Board, and when it got to Superior Court, looking at that case it raised an issue with one of the members had been on Facebook talking about the project prior to hearing the case. The court reversed that decision and sent it back to the Planning Board for the case to be reheard

without that member. In the end it cost the City a lot of money, it cost the applicant a lot of money, and required a complete do over.

Attorney Cronin stated another thing that you need to think about is the juris standard. Some of you may have sat as a juror in a case, others may not, and when you set as a juror in a case, the court wants to know whether you are completely unbiased and you can weigh the evidence as it comes in and you are not influenced by outside sources. That is your call to make. At this point in the proceedings we don't ask specific people to step down, you know what you have been doing better than anyone, you know what your personal interests are, so I would ask you to take a moment to reflect on whether or not you do have personal opinions on this case, and if you do, please do us all a favor and step down and let the Chairman appoint an alternate. Thank you for bearing with me, and with that, again, I don't like to do it, but it is something that is necessary.

Attorney Cronin asked everyone has considered it and is ready to move on, or thinks it is appropriate to step down? I can't see, Mr. Chairman, like I typically can. When we do this in person, you get a hand up or something. Chairman Levenstein asked if anybody had their hand up or had anything to say, I would hear. Attorney Cronin responded so taking that, I will move on, checking off my box that I did make the recusal request. I will now turn it over to Mr. Robinson for a moment and have him say hello and give you an update on the project from his perspective.

Mr. Robinson stated good evening members of the Planning Board. Mr. Chairman, Ms. Hebert, Town Manager Sawyer, Mr. Connors, new members, my name is Terry Robinson, I am with Encore and Vice President of project development. As most of you know, I have been with the project since the beginning five years ago, it is hard to believe it has been that long, and we certainly didn't anticipate it taking this long. When I first got here in the early fall of 2015, your team was very welcoming to me and my staff and my team. You have worked with us every step of the way and we have tried to be a good neighbor and we have appreciated your efforts in making us feel welcome, and you have accommodated everything that you could that we have asked. In turn, in our efforts to be a good neighbor, we have been both responsive and responsible in trying to respond to your requests, to listen to your opinions and to make those changes where we could. As everybody knows, and as Attorney Cronin mentioned, we have had five years of this and in the last couple of years there have been some changes. For the new members, in your binders Tab 6 will give you a little background on Encore Enterprises. To let you know, we are a fairly substantial company, we don't take this lightly, Encore in its 20-year history has over \$2.7 billion in transactions, currently roughly \$1.4 billion in assets under management, we have completed well over one hundred projects with zero significant losses, so I can assure you that we have studied this, we have underwritten this time and time again and have done everything that we can to deliver the best possible project that we can. Again, I want to thank you. We are looking forward to sharing this with you. I have personally sat on the Planning Board myself in my hometown, so I understand where you are right now and I appreciate it. With that, I will turn it back over and we will start with the presentation.

Mr. Rice stated thank you for letting us present tonight. Sheet 4 of the presentation was posted on the screen. This aerial photograph that is posted was from 2014, and we just showed this so that people could remember what the site used to look like, you can see the old Macy's building

kind of centrally located on the plan, in the lower right corner is the existing Carrabba's restaurant, and over on the left hand side is the old Wayfarer hotel and the convention center, so this is before Whole Foods was constructed. The property address is 125 South River Road, Tax Map 12, Lots 33, 33-1, which is the Carrabba's leased lot, and 33-2. Lot 33-2 is a piece of the property that was carved out after the last approval that was going to be specific for the office building tenant. Whereas plans have changed, as part of this application, that parcel would be merged back with Lot 33, so it will all be one parcel again. The total acreage of that lot is approximately 18 acres, and all of the properties are located in the Performance Zone. Sheet 5 was posted on the screen. This plan shows basically the same thing as the aerial except that this was a few years after. The Macy's has not yet been demolished, but you can see that the Whole Foods building has been constructed on the left hand side of the page.

Mr. Rice continued we believe that the Board is pretty familiar with the project but just as a brief history. Again, the property was purchased in the summer of 2015, demolition of the Macy's occurred in the spring of 2016, we received conditional approval for site plan in September of 2016, and posted now is the original overall approved site plan from September of 2016. Construction for this started in 2017, Buildings A and B, which are the Trader Joe's, which is on the bottom left closest to South River Road, and The Friendly Toast is the next one up of Building B, and you can see the village green to the left of that, and the building to the right in kind of the lighter tan color is the existing Carrabba's. This is what was constructed during Phase 1.

Mr. Rice stated as Attorney Cronin mentioned, the offsite improvements associated with this entire project, with a will and a way they will be completed this year, there are also some offsite improvements that occurred on Mr. Carl Norwood's property that have been completed, and all of the underground utilities that were associated with this design have been installed, sewer, water, gas, and electric.

Mr. Rice stated just to kind of walk you around the prior approved plan, we went over Buildings A, B and E, which are The Friendly Toast, Trader Joe's, and existing Carrabba's. Centrally located kind of on the left center called Building C. The first floor of Building C was all retail and restaurant space with the cinema to be located above that on the second floor, and then in the upper left-hand corner of Building C was the parking garage, which was a 4-level parking garage. Centrally located on the page but on the right-hand side is Building D and that was a 2-story building with the first floor a mix of retail and restaurant space and the second floor was retail. Just up on the page beyond that, north of Building D, is Building F, which was a standalone restaurant, approximately 6,500 square feet, and at the top of the page is Building H, which was an office building and it was approximately 50 percent split between medical office and general office. The building on the far right, which is Building J, was the proposed hotel, which was 125 rooms.

Mr. Rice stated from the construction start to early 2019 we did come back before the Planning Board a number of times for some minor plan changes, architectural reviews, etc. Following the Phase 1 portion, which was the construction of Trader Joe's and The Friendly Toast, the cinema was the anchor tenant that would kick off the Phase 2 portion of the project, and as Attorney Cronin and Mr. Robinson mentioned, Encore was negotiating with a bunch of cinemas for a

number of years, negotiations would get close, and then after a few years of trying, Encore started to look at some potential alternatives in case a deal could not be worked out. But we had submitted a conceptual site plan, which was reviewed and discussed at the October 7th Planning Board hearing. This plan showed removal of the hotel building, the office building and the cinema, and had proposed 290 residential units in splits. We received a lot of feedback at that meeting from both the public and the Board, and following that meeting Encore went back to their leasing team and they revised the plan to include the cinema back in, which would be an 1,800 seat cinema and there is now a signed lease by Regal for that. The hotel was added back in, which is a 90-room hotel, the residential units were reduced from 290 to 200 units, we added green space and amenity spaces throughout the project as requested, and there were multiple changes to the architecture, which Mr. Bargmann will get into soon.

Mr. Rice stated going to the next slide. This shows the current proposed plan. Again, the buildings on the lower portion of the page have now been shaded to a tan color, which is Trader Joe's, The Friendly Toast and Carrabba's, so those are represented as now existing. The middle left-hand part of the page is Building C. Trying to show the upper and lower levels of Building C, the lower level of Building is a reversed L, it is very similar to Building D on the right, on the first floor, and then on the upper level in the brighter orange, that rectangle represents the cinema space that is on the second floor, and on the left-hand side with the green space in the middle, that brownish color, represents residential that is over the retail space in that area. So the whole first level of Building C is all restaurant and retail space, and on the second level in the orange section is the cinema, and floors 2, 3, 4, and 5 of the brown section on the left represents the residential units. Then on the right-hand side in the middle of the page is Building D, and similarly we have all retail and restaurant based on the first floor and then four stories of residential space above that. At the top of the page is Building F of which the right-hand side of that rectangle is the first floor building, which would just be a standalone restaurant, to the left of that would be parking, and then as you go to the second, third, fourth and fifth levels of Building F, that is the proposed hotel that is built over the parking field.

Mr. Rice stated we would like to point out that the residential lobby for Building D does line up with the entrance into the garage area on Building C, so that there is pedestrian connectivity between both buildings for both parking, access to the interior green space, the pool, etc.

Mr. Rice stated the grand total on this plan is that there is approximately 55,000 square feet of retail space, 31,000 square feet of restaurant space, approximately 60,000 square feet for the cinema, 65,000 square feet for the hotel, and then 200 residential units. Those 200 residential units would be comprised of 33 studios, 93 1-bedroom units, and 74 2-bedroom units, which would bring a bed count total of 274 beds. The total building coverage with this plan, including the garage, is 30 percent, and the site impervious coverage is 82 percent. As a reminder, Macy's existing was 86 percent and the prior approved plan was 84 percent impervious.

Mr. Rice stated there are some outdoor seating areas associated with a few of the restaurants on this plan. Building B, which is The Friendly Toast, has 32 patio seats, Building D has 24 patio seats for one of their restaurant tenants, and Building F has 24 patio seats, for a total of 80 patio seats on the property.

Mr. Rice stated the anticipated hours of operation for the cinema are approximately 10:00am to 1:00am; for the retail it would be approximately 9:00am to 11:00pm, restaurants would be approximately 7:00am to 1:00am, and the hotel would be a 24-hour operation. It is intended that trash pickup and deliveries would be off peak hours.

Mr. Rice stated as part of our last go-around, I mentioned that we were asked to add in an amenity space for the residential component of the project. On the left-hand side of Building F we have proposed a dog park, a public park, gazebo, a pedestrian path, which is about 440 linear feet that runs along the sewer access that is in the back of the property. This path also connects to the Bowman Brook path that goes through the Whole Foods near Bowman Brook. The dog park area on the left is approximately 7,600 square feet. On the right-hand side we have shown a proposed pergola, a seating area and a reflecting pool, and that is approximately 4,800 square feet. To the right-hand side of Building D, we have done some rework of the parking area on the right-hand side of Building D to provide some more green space, we have also shown a pool area and patio, and that total square footage is approximately 10,000 square feet. And we also have the internal courtyard for Building C, which is on the left-hand side, the courtyard is approximately 9,000 square feet, and then we also have the existing turfed green area at The Friendly Toast, which is an existing green space area, but I do think it gets a good amount of use from the public that visits the site currently for The Friendly Toast and Trader Joe's. We also will be providing interior bike storage for the residential buildings as previously requested.

Mr. Rice stated a review of the utilities; the site will be serviced, or is currently serviced, by municipal sewer and water, Liberty Utilities provides gas service, EverSource provides electrical service, Comcast provides the cable, and Consolidated Communications provides the telephone service. All of the utility mains have been installed and all of the utility infrastructure is complete on the property based on the prior approved plans. With regard to the drainage system, this was previously reviewed and approved by the Town, as well as NHDES Alteration of Terrain Bureau, all of the stormwater infrastructure has been installed, inspected and is operating. We have a number of Stormtech systems throughout the property that basically treat and detain the stormwater before discharging it, pre-development. The system is slightly overdesigned at this point only because we have slightly less impervious coverage for this project compared to the previously approved site plan.

Mr. Rice stated a detailed landscaping plan has been as part of the application package. Some of landscaping, as you might have noticed, has already been installed during the Phase 1 portion of the project, but the proposed highlights for the proposed landscaping, there is in excess of 120 trees being planted, 900 shrubs, and over 1,100 perennials, and those perennials would consist of ornamental grasses, ground covered day lilies, etc. To date, approximately 60 trees have been installed, 344 shrubs and in excess of 240 perennials.

Mr. Rice stated from a parking standpoint; we had performed a shared parking analysis per the Urban Land Institute. This was used to establish the maximum the number of spaces that would be needed to count with the shared use within the mixed-use development. Based on this shared parking analysis, peak parking demand, which occurs in the summer, it is actually a weekend in July, the maximum parking demand for the property would be 1,362 parking spaces and we do meet this requirement. The Building A garage, which is the garage deck that is associated with

Trader Joe's, has a total of 136 parking spaces, there are 66 on the lower level and 70 on the upper level, the Building C garage has a total of 594 spaces, there is 179 spaces on the ground level, 55 on the first level, and then 90 parking spaces on levels 2, 3, 4, and 5. Building F there are 12 covered spaces underneath the portion of the building that would on the upper floors house the hotel, and other surface parking throughout the site equates to 625 parking spaces. So the plan that you are looking at in front of you is a parking management plan. We were asked some questions earlier on to show the general arrangement of parking anticipated for the primary uses, so on this particular plan the red parking spaces that are highlighted are the 200 covered spaces for the residential units, we have 200 spaces highlighted in red as well as 80 surface spaces, the pink spaces you will see are the spaces that are associated with the hotel, the green parking spaces around the property are the ones that are allocated to the retail and restaurant space, and the blue parking spaces are allocated for the cinema parking. Most of the cinema parking we have called out for in the parking garage, but at any one point in time, we do have 200+ spaces that will be allocated to the residential component at all times.

Mr. Rice stated as was mentioned, the traffic report has been submitted, and we are still going back and forth with a couple of the minor updates. We believe we will have that resolved shortly.

Mr. Rice stated rents have been previously discussed but just to give the Board members the range, we are proposing market rate apartments but the approximate range for rents would be somewhere in the neighborhood \$1,900 a month to \$2,700 depending on if you were in a studio, 1-bedroom or 2-bedroom apartment.

Mr. Rice stated project costs to date so far are, the land cost was approximately \$13 million, the demolition and abatement cost was approximately \$900,000, site work to date is a little over \$6 million, offsite improvements to day is a little over \$1 million, and the total project cost, when everything is said and done, including the hotel, will exceed \$120 million. Over \$30 has been spent to date, including a \$127,000 a fair share roadway improvement fee that has been supplied to the Town, and it is anticipated that this project will generate somewhere in the neighborhood of 1,700 jobs, 750 of those jobs will be direct jobs, or people that are working on site, and approximately 950 would be direct jobs, which those jobs are restaurant, supply or jobs for some of the other businesses.

Attorney Cronin stated before I turn it over to Mr. Bargmann, I just want to mention something I omitted, and in addition to getting some feedback from the public, I also got some feedback regarding the existing apartments that are under construction. There seems to be some confusion in that those apartments that are under development currently behind Whole Foods are part of this project. Many of you on the Board know that that is a separate parcel, separate approval and is not part of Market & Main, although I do understand the design an approval was based in part to be compatible with addition of Market & Main at that time. I will now turn it over to Mr. Bargmann so he can address the architecture.

Mr. Bargmann stated thank you for allowing me to present the mixed-use where what we hope to show you what is a combination of retail, restaurant, cinema, and residential to make for a very unique and signature project and create a rich neighborhood and Market & Main.

Mr. Bargmann stated I am going to go through the presentation starting with the site entry. The upper right image that you see on the screen our back would be toward South River Road, we are looking up the entry on Main Street. The previous version of that rendering is on the left, and the updated larger version is on the right. As Mr. Rice mentioned in the site presentation, one major aspect has been the landscaping has been added, has been reinforced, the signage has been reinforced, a lot of the details have been brought in to what make neighborhoods successful. What you see in this slide is on the left side of Main Street is the large scale movie theater with retail below it. And much like the quintessential neighborhoods in many towns across America, you have on the other side the retail with residential above. The whole point is to create this mixture of uses that feed off one another so that we have a vibrant and sustainable neighborhood in this mix. You can see the large sign for the Regal Cinema and the major entry point to the theater, and at the end of Main Street you will see what is call the hotel. The design of the hotel is not part of this package, the siting of the hotel is, and the siting of it is very important and you can see how the building has been kind of slid past the theater so that the termination point of Market & Main is the front door of the hotel. In this one image coming off from South River Road, you really get a sense of the overall complex.

Mr. Bargmann stated this posted slide just shows the overall context of the existing Trader Joe's, the existing Whole Foods on the left, and the proposed Market & Main in the distance. I am not going to show a whole lot of elevations, but what is posted now is important to the strategy that has always been part of this development. The movie theater is a state-of-the-art cinema, which means a high screen, high bay ceilings, very thick, acoustically driven wall systems for noise control, and it is essentially a blank box. So the treatment has been to lift this cinema up one full story, put the retail at the ground level, and the retail serves to activate the street, and avoid having the blank walls of the cinema dominate the environment. The lower elevation on this page is the other side of the street, and that is really a part of the development. You have the large scale cinema and its retail and on the other side of the street you have smaller scale either on the left side of the cinema or directly opposite on Main Street. So the juxtaposition of scales much like Main Street America had with department stores, 5 and dimes of one scale, and residential on the other, but it is a mix of these uses that is important. Also, an important point, the residential has been designed to be no higher than the cinema use, and you can see that on the lower elevation.

Mr. Bargmann stated on the left of this posted slide you will begin to see that the theory of the architecture, the residential components and the smaller retail components are designed as vertical stacks to give it a sense of breaking up the volume and to express the idea that this may have been structured over time. If we did it with more horizontal architecture, it would be more massive and it wouldn't have that sense of the different core elements of the retail. The image on the upper right is the main corner, the pivot corner, of Market & Main. So Market Street is running along the face of the building, Main Street runs back toward the Regal Cinema, and here you can see the second theory of development. You have a large scale corner, which we envisioned as a restaurant anchoring Market & Main, you have a larger scale retail working its way down to the Regal entry, and we have the cinema above. Those white lines were part of the original submission on the façade of the Regal Cinema, which are low intensity LED lights. We have heightened those to make sure that we are presenting that as an element to the Board but

those are low level lighting elements. In the lower right corner of the slide you can begin to see the transition, and what is really important about the zoning of the architecture, retail is down at the end of this block and to get to the entry lobby cinema you have to walk by the retail space. The whole point is to create the synergy of use, to create an active streetscape, and to create a captive audience for the retail spaces, and the retail in turn creates a vibrant residential environment. On the next slide on the lower left we have, again, Main Street, but at this point the back of the viewer is pointing toward I-293 and the hotel right behind the viewer looking down Main Street. And, again, you see this juxtaposition of the neighborhoods on the left side and the right side and this attempt to recreate Main Street America. Where you have on the right image is, again, the emphasis of the vertical architecture, and as things changed architecturally in communities, the ground floor retail tends to grow separate from the space above, and we have done that consciously on the corner of Market & Main with what is called the café. The café bridges across two buildings and reflects that idea of evolution in the building of the retail evolving over time. On the lower right corner of the posted page, it shows a blowup of the detail and how the facades have different textures, different materials and different scales of treatment on them. The next slide posted shows where I focused initially on the pivot corner of Market & Main, with the cinema, which is on the left side, and what these slides are showing is the difference between one side of the street and the other and the different architectural details that are picked up on the different buildings from the cinema to the retail and residential. But, again, the theater details are based on what had originally been presented to the Planning Board in 2019 and picked up on the staff comments and the Planning Board comments that we have heard over the past year. The final two images are just more details. The point of the slide on the right is, again, to show the smaller retail that opposite the large scale cinema and really show how we have maximized the sense of variety in this development so that it is not big box retail and it is not just small retail. It is a rich combination of the two.

Mr. Bargmann stated in closing, I will just come to the views in the next slides. This one slide shows the view from I-293 looking at the garage. The garage is very similar to what was designed, other than the fact that we have great screening on the garage portion of it. We have a stronger element where the garage abuts the Regal cinema to create an end to that, and you will see that the hotel is a ghosted image because the hotel is not really part of this submission. Then the last image is the same view from I-293. The final slide that is posted is the view of Building D from I-293 and shows the Regal Cinema on the right and then to the far right would be the hotel location, again, showing the juxtaposition of uses. What is important that I didn't show too well is the Regal Cinema has an entry to its parking garage is directly in line with entry to the lobby in Building D. So your entry to the cinema, your entry to the parking garage and your entry to Building D residential are very tightly integrated for convenience and that synergy of use that we are creating at Market & Main.

Attorney Cronin stated I will introduce Mark Fougere, who is on the line, and will give you some information about his background and what he does and what he did in this particular case. Mr. Fougere stated thank you, and I appreciate the time to present my findings, Mr. Chairman.

Mr. Fougere stated I am President of Fougere Planning and Development. I have been a municipal planner in New Hampshire for over 30 years, with over 10 years a municipal planning, including Deputy Director for the City of Nashua, I have been in the private sector in the last 20

years working on both a consulting basis but also for some development companies as project managers, I have also volunteered on boards here in Milford, including six years as a Selectman as Chairman, so I certainly have a deep understanding of municipal operations. I have done dozens of these fiscal impact reports both here in New Hampshire and in Massachusetts, as well as reviewing them extensively when I was a staff planner for municipalities. The basic premise of the purpose of a fiscal impact report is to provide a community with an idea of what type of impacts, both from a revenue standpoint a project will generate, but also what type of impacts could occur on departments, and that involves extensive discussions with department heads, and that is how I always approach it. These reports aren't just taken off the shelf or a few calculations are made, it involves extensive discussions with a community, and that was certainly what happened here in Bedford. I want to thank the staff for all of their time, because I met with a number of them on numerous occasions with phone calls and follow-ups and emails, and obviously during this Covid situation that got even more challenging.

Mr. Fougere stated going to the first slide, which is Table 2, which looks at revenue, I can discuss that a little bit. This is the first major table in the report and it outlines the estimated value that we came up with. We worked extensively with the Town Assessor to arrive at these numbers in consideration of the major \$100+ million investment that the owner will be proceeding with. Obviously there are some existing improvements on the site that total of \$7.9 million, we are going to be looking at adding approximately 20,000 square feet of restaurants, which we anticipate of having a value of \$3.6 million, we have additional retail space that is expected to be \$4.6 million with 40,000 square feet, we are adding a 90-room hotel, which will be a higher-end hotel, we are expecting an estimated assessment of \$6.7 million for the hotel on the site, the 11-screen cinema that is proposed we estimated a value of \$4.1 million for that, and then the 200 apartments at \$36.9 million, and there will be an additional garage storage, which was discussed previously by the engineer, and that has a value of \$2.1 million. So we are anticipating a total project value at buildout of \$66.2 million, which will generate annually \$1.1 million in revenue. We added to that revenue stream estimated motor vehicle permit fees of \$51,000, so we are anticipating annually at full buildout this project will generate to the Town of Bedford \$1,232,000 in revenues.

Mr. Fougere stated going to the next slide; one of the key departments that we met with and spent a lot of time discussing are the Fire Department and Police Department. One of the metrics we use to help evaluate the impact of a project, which not many people do, but I find very helpful and staff typically finds it very helpful, is to try to find similar land uses to the proposed uses and we obtain call data from those uses from the community itself or from nearby communities to give emergency service personnel and idea of what type of impact they can expect at buildout of a project such as this, and that is what we did here. We looked at average call data from three apartment complexes in Bedford, we gathered information on some restaurants, including Carrabba's here in Bedford, commercial shops, hotels, and cinema. And based on these findings, we are anticipating 340 calls per year for police, 37 fire calls and 29 ambulance calls. That is less than what we anticipate from the previous approval, which is 497 police calls, 47 fire calls and 27 EMS calls. So when this project is compared to impacts to emergency services of the previously approved plan, we believe that the impacts will be less. With this data we sat down with the Police Chief and Lt. Bernard to review it, they felt the calls anticipated here were reasonable. The Chief did note that they expect the site to be active, not

only for calls onsite, but possible new accidents along the corridor with people coming and going to this site. Based on discussions with him and at buildout, he believes to keep his staffing levels at a level that are acceptable to deal with emergencies in the community, he may have to add a staff to his department to handle the extra load from this site and the use when the project is fully occupied. That cost is estimated at about \$100,000, which is what the cost is for a police officer, including benefit costs.

Mr. Fougere stated we also met with the Fire Chief. We went over the call data, and the Fire Chief found the findings acceptable, as far as the number of calls. The Chief is looking to expand his department; he feels that he is understaffed based on a lot of the land uses that exist in the community today. He is not blaming that staff he needs on this project, but previously approved projects and things that are in the works, and he feels that he is a little bit behind the eight ball, and he is looking to add 12 positions over time and he is working with the appropriate officials in the community to get to that. The Chief wanted to use some sort of metric system or cost system that related to the number of 4-story buildings in town in order to estimate impacts, so we looked at staffing ratios that he wants to add, which is 12 people, to the number of buildings in town that are four stories or more, which are 28. When you add in our proposed three buildings, he came up with a staffing need of 0.38 per building, and based on the buildings that we are proposing, that was 1.1 staff positions. We increased it to 1.5 staffing positions additions and the Chief was satisfied with that, resulting in a potential cost of \$150,000 and that is what we carried in our report.

Mr. Fougere stated I should note also that the community receives funds from ambulance revenues from calls, and we are anticipating 29 ambulance calls per year at the site and the Town generally collects approximately \$661 per call, so we are anticipating approximately \$20,000 a year in ambulance revenues.

Mr. Fougere stated on the next slide, the next area that we looked at was the School Department, which is always a concern when you have a residential component to a project. We initially looked to come up with an estimated amount of school children on the site, we leaned on PCM Planning's document for impact fees, which is what the Town uses to charge school impact fees. In that analysis Mr. Mayberry estimated for garden style buildings school aged children ratio per unit is 0.249, and if you apply that number to the proposed project, you get an estimated 50 children. That is a lot of school aged children for a project like this, so to provide an extra layer of analysis, we looked at a report that was done for New Hampshire Housing Finance Authority a few years ago, AER performed this report, and based on their analysis, which is Table 9 just below this table, we estimate 24 school aged children, and then we took an average with the two to come up with 37. The reason why we have this Table 8 is that I think it is important for the Planning Board to realize that not all apartment complexes are the same. If you notice, these three projects that are in community, Kensington, Heritage on the Merrimack and New Hampshire Green, all have a very high profile of 2- and 3-bedroom units and that is where the children usually come from when you have school aged children living in an apartment complex, you don't find school aged children living in either 1-bedrooms or studios. In each case there is 90 percent, 71 percent, a very high ratio. Bedford Hills, although that has workforce housing in it, again, that has a very high ratio of 2- and 3-bedroom units in the project. Our proposal as the project proposed by the applicant is only 40 percent and that number has moved up a little bit, or

changed a little bit, over the last few months, and it is about 37 percent. So with that many studios and 1-bedroom units, you are just not going to have the same amount of children that you would from these other types of projects, and what we are seeing in the industry today with mixed-use projects, it is really not a development site that we are finding attractive to families. Kensington Place, Heritage on the Merrimack are very scenic, they are along the river, they are quiet; this is going to be much more geared toward young people or people that are retired versus people with families having lots of children. So based on that, we feel that the 37 children is actually a high estimate, but most likely it will be even less than that when all is said and done.

Mr. Fougere stated school enrollments was mentioned earlier; the lower elementary and middle school enrollments in town have been going down as of late. Elementary children living at this proposed development would be attending Memorial School, which has had a declining enrollment over the last few years and is down 14 percent since 2013.

Mr. Fougere stated we did sit down with the School Superintendent Michael Fournier to discuss the project. Based on the anticipated spread of grades, the Superintendent did not feel that there would be any school capacity issues that he could see. As we have done in past reports, the municipality staff would like us to look at costs looking both ways. So as far as how they are calculated, the average cost takes into consideration basically the entire budget of the school, broken down by the elementary school budget, middle school budget and the high school budget, and based on following that methodology, we are anticipating an impact of \$496,000. Obviously that is an extremely conservative number that includes a lot of overhead costs that really won't be impacted by the addition of a student. A lot of costs, such as the Superintendent's salary and staff like that, existing debt, heating a building and overhead costs that really aren't tied to the addition of students. The other cost approach that we looked at was what kind of staffing needs that would be needed if 37 children came in to a school system, and based on that analysis, the Superintendent estimated \$232,000 in costs, which included two teachers, or at least their equivalent, special education costs and supplies.

Mr. Fougere stated other departments we looked at as far as potential costs is the Building Department. The building permit fee for this project is going to be close to \$80,000. That is a 1-time impact, and once the project is over, there won't be any additional costs, so we don't think there will be any costs to the Building Department. As far as that is concerned, that will be a revenue generator, and we carried \$10,000 for any other departments that might have some costs associated with it. This is going to be a private development with all onsite maintenance being done by the owner, including trash removal.

Mr. Fougere stated to summarize, we are anticipating a gross revenue of \$1.2 million, you add up the costs from the various departments we are estimating a cost range of \$492,000 to \$756,000, which generates a positive fiscal impact, which is very traditional for a mixed-use project such as this, on the high side of \$740,000 and a low side of \$476,000. So even if you take into consideration the very conservative costs of schools, at the high end of the average costing, it is still a very positive fiscal impact to the Town of Bedford. You will also be receiving 1-time impact fees that total \$690,000, which probably seems like a significant amount of money that will be going to help pay off existing debt.

Mr. Fougere stated to summarize Mr. Chairman, this project is going to be a positive impact fiscally on the community. The proposed project will include private accessways and refuse pickup, the proposed project will increase property tax revenues in the Town of Bedford by 6.6 percent, the annual Police Department calls are estimated to be 341 calls a year, decreasing by 156 calls compared to the previous program. Calls to the Fire Department are estimated to be 37 and 29 EMS calls, where 75 Fire Department calls were estimated previously. The annual EMS revenue is estimated to be approximately \$19,000, 1-time impact fees will be \$690,000, building permit fees will be \$79,000, and to summarize, as mentioned previously, additional economic impact to the local economy with the construction jobs and new residents being there spinning off their spending in the local economy. That is the end of my presentation.

Attorney Cronin stated before I move on I just want to clarify something. Based on your education, training and experience during these types of studies, it is my understanding that your initial draft resulted in an estimate of approximately 21 school children that you then increased that upwards in the exercise of caution? Is that right? Mr. Fougere responded 24 was my original estimate, and based on comments from staff we went to using the PCM planning document, which is what the Town relies upon for their school impact fee calculation of 0.249.

Attorney Cronin stated I would like to ask Bob Duval of TF Moran to address the offsite improvements. Mr. Duval stated please post Page 27 that shows the offsite improvements that are underway and mostly constructed. I would like to briefly go over the offsite mitigation traffic improvements that have been constructed along with this project. These were designed to accommodate the original proposal for Market & Main, and the good news is that the original project actually generated more trips than the new proposed project does. And equally important, the total traffic at the primary intersection of the project at Main Street and South River Road will experience less total traffic with this new proposal than the original project generated, and that is even though the original project was analyzed for a 2017 opening year and 2027 future year, this current project is sort of at the mid-way point there at 2022, but even so five years later, the traffic is less than what was anticipated for the original project. So we have every reason to believe, and it has been stated a couple of times, we are just wrapping up the final traffic study with the Town's reviewer to make sure that everybody is on the same page with this, but I do want to go over the improvements, cost in excess of a million dollars that have been mostly built, and, in fact, the only thing that we are waiting on at this point to complete the construction, is the actual signal hardware itself that you can see on the posted plan.

Mr. Duval stated starting at the top of the page where the dark black curb stops on the right hand side of Meeting House Road, that is where the project ties in. What exists now is, if you just drew a diagonal line from that to that dotted line in the middle of the Meeting House Road right turn, that is where the old curb line was. And then as you continue down around the curve and to the right where all of those double arrows are, you can see that the light colored arrows represent the original single right turn lane and the dark colored arrows represent the new additional right turn lane. The purpose of this added right turn lane is because predevelopment in the actual existing conditions before Market & Main came along, there was an 800-foot queue caused by the sheer volume of existing traffic that was traveling southbound on South River Road that wants to make a right turn onto Meeting House Road either to continue on Meeting House Road or turn right onto I-293, and my making this improvement, has cured that existing problem that

drivers faced on South River Road/Meeting House Road intersection and it also provides the additional capacity to cut that queue more than in half even with the Market & Main development included. Going down to the next page what you are going to see is just the continuation of that widening, which pretty much goes back to Upjohn Street. The total length of improvement there is about 500 – 600 feet of queue capacity, which is more than enough, so that that existing queuing problem that we had up until recently, and presumably we will have again to some extent, is more than contained by this, which is really going to improve operation southbound on that corridor, particularly in the PM peak hour. Also, on this page shows a substantial new sign that advises drivers of the two right turns and helps guide them to the outer right turn lane for Meeting House Road traffic and then to the inner right turn lane for Route 101/I-293 traffic, and if you recall, that inner right turn lane is continuous from Upjohn Street right onto the ramp of the highway. So it is really an unimpeded access for that traffic, which is significant volume.

Mr. Duval stated going to the next page it shows a little further north it shows the Main Street signal. What improvements that are being done here firstly is a second left turn lane leaving the site as well as widening, and then all of the onsite improvements to ease traffic in and out of the site. There is now a double left turn increasing the capacity of that movement. There is a pedestrian crossing that goes across South River Road here now to provide a little more pedestrian connectivity to those businesses and particularly a lot of office space on the west side of South River Road that up to this point really had no opportunity to cross South River Road. This project, in addition to providing a walkable development on its own site, is also reaching out to neighbors here in providing this walkability that was previously missing.

Mr. Duval stated moving further north on the next page, you can see some improvements median channelization and improvements to the Cold Stream Park south driveway itself, where you can see there is now a dedicated pocket for that left turn to turn in, and a median separation to channelize traffic at Cold Stream Park. And then to the right of the Cold Stream Park access you can see that there is now actually a raised, hard concrete median, and, again, that is to protect left turning traffic and southbound through traffic in this area. That was constructed as part of the initial phase of this project.

Mr. Duval stated moving to the final sheet, you can see where that raised concrete median stops just at the location of the Whole Foods right-in, right-out at the bottom of the screen, and the north Cold Stream Park driveway. This has a couple of functions. It protects against illegal movements where there were complaints of some drivers making a southbound U-turn to get into the right-in, right-out, so that cuts off that maneuver. Also, it cuts off the possibility of making a right turn from the Whole Foods parking field onto South River Road northbound, where you can see the raised concrete median that was installed there to prevent U-turn maneuver. It has really straightened out the traffic quite a bit at that busy right-in, right-out driveway, and also extended onto the Cold Stream Park property some distance improving the existing conditions of that driveway, which was done as a benefit to that office park.

Mr. Duval stated that gives a brief summary of the offsite improvements that are already constructed. As I said, the only thing that we are waiting for is new signal hardware for the Meeting House Road intersection. Once that is in place, then there is going to be a coordination

plan all the way from Meeting House Road all the way up to Palomino Drive providing coordination for all of those six signalized intersections along that corridor that are going to give a much better coordination of movement than we have today. Right now good coordination is not possible because of some deficiencies in the existing hardware in that corridor, and Encore is providing new hardware to provide interconnection between all of these intersections. Detailed coordination plans have been worked out with the Town and with the Town's consultant that manages traffic flow in that corridor to greatly improve conditions of traffic on that corridor, and we expect to have that all completed by the end of summer, I think is what the current schedule showed.

Attorney Cronin stated Mr. Chairman, I see the hour is just past ten, and I am prepared to address the workforce housing and then go onto the market rate waiver. That would probably be between a half hour and 45 minutes where I want to take the Board through some of the exhibits in the binder that we have submitted. It is your pleasure if you want to do that this evening; I am prepared to do so, or if you want to bound it over to the July meeting. I will take your direction on that. Chairman Levenstein responded my feeling is that we will do it in July. I think everybody is worn out; this is a lot different than sitting in a meeting where your attention is not directed to a little screen for three hours. Attorney Cronin responded so noted. I will defer that to July, but before I wrap up and say thank you to everyone, I just did want to make a little clarification. The total site work so far has been a little over \$6 million with the offsites being \$1+ million. I don't know if that came through in Mr. Duval's presentation, but I just wanted to clarify it for the record. I know we have submitted a lot of information to you tonight, we sent in a lot of information prior to the hearing in the binders, we do appreciate that this is not the norm and to be attentive for as long as you have and to listen to what we have to say is very appreciative of all of us. I thank you for your time and your input, I think we have completed the lion share of the presentation and we will look to be focused when we resume July, and we will take the Board's comments and the public comment and try and complete our presentation.

Chairman Levenstein stated you have waivers to discuss and you have traffic to discuss, what else is there. Attorney Cronin replied that is pretty much it. I have workforce housing, just the issue of it, which has been percolating since the conceptual. I want to go through workforce housing and its origins. We do want to talk about the waivers. Many of them were granted in the prior plan but we recognize some of the building sizes and things have changed so we have been directed to address all of those individually. And then I will do a summary and I will not restate what was said, I just want to highlight some of the details in my concluding remarks. Chairman Levenstein responded okay. We should have plenty of time for public comment and Board questions. Attorney Cronin stated that would be our goal. We have been waiting a long time, and I know the Board has to hear this, but through no fault of anyone, we are anxious to move it along. We are going to do our best to be focused as ice and submit the case to you for consideration in July.

Chairman Levenstein stated this application for ER Bedford, LLC c/o Encore Retail, LLC, the Market & Main development, will be continued to the July 20, 2020 Planning Board meeting.

V. Approval of Minutes of Previous Meetings:

MOTION by Vice Chairman Murphy to approve the minutes of the June 1, 2020 Planning Board meeting as written. Mr. Newberry duly seconded the motion. On a roll call vote, the motion carried, with Chairman Levenstein, Mr. Foote, and Mr. McMahon abstained.

VI. Communications to the Board: None

VII. Reports of Committees:

Ms. Hebert stated the Master Plan Think Tank Committee met, and they are currently in the process of finalizing a script for a presentation with BCTV and the planning consultants, Town Planning and Urban Design collaboration. Mr. Connors and I have meeting on Wednesday with the planning consultants to firm up a date for the airing of that broadcast and finalize the details for that public information session. We hope to have an update for you before the next meeting. Look for an update from us on the Master Plan and the dates and schedule for a public informational session. I would encourage everyone to review the Master Plan, and if you haven't given us comments yet, to provide us with your comments and thoughts on it.

VIII. Adjournment:

MOTION by Councilor Duschatko to adjourn at 10:27 pm. Ms. Malcolm duly seconded the motion. On a unanimous roll call vote, the motion carried.

Respectfully submitted by
Valerie J. Emmons